



Sterling Global Capital Investments Ltd.

YOUR PARTNER IN BUSINESS SUCCESS

FUNDING OPTIONS PRESENTATION FOR SME'S
JULY 2016

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Corporate Profile

Sterling Global Capital Investments Ltd. (“Sterling”) is helping business and SME`s grow organically or through acquisitions with our strategic funding. We achieve this by assisting our valued international corporate clients with their financing needs, **Debt/Equity** structure, financial management and bolster their value by providing them with working capital, growth capital and qualifying the companies to pay down their existing debt.

Sterling has a wide network of associates around the world and we also assist in qualifying companies to access **Government Grants** for their **Research and Development** projects globally.

Our intent is very simple: To help our clients develop their global growth strategy aligning with their business potential.

Corporate Profile

LISTING HUB FOR GROWTH ORIENTED COMPANIES

Sterling helps companies list their shares on the German, Australian, French, Luxembourg, Bermuda and USA Stock Exchanges through its wide network of partners with expertise in their particular fields. We have strong networking for **funding** our clients requirement.

Clients Benefit

Our corporate clients can concentrate on growing their businesses whilst we complete the listing process. Both **Sterling** and our clients have found this method extremely successful. We can also facilitate introductions to various firms that can handle all the public relation and investor relation work that your company may need.

Sterling has options available to SME`s with regard to equity funding through listing - this can assist SME`s with their working capital funding, expansion funding and growth funding.

Clients can benefit or leverage from our expertise to turn their financial issues in their favor for business growth.

Clients Benefit

Subject to due diligence, Sterling can offer range of funding to its valued / growth oriented company or clients in the following areas.

- Assisting SME`s with a listing on various Stock Exchanges;
- Arranging for collateral to back bond issues thus providing comfort to bond holders and shareholders; Availability of Government grants for R&D Projects. No interest payments
- Loan against shares may be available to companies and individuals holding listed shares;
- Advising shareholders holding bulk shares of listed companies on the various exit strategies available to them;
- Arranging up to \$50 million equity line to listed or pre-listed companies for any requirement;
- Discussing convertible debenture structures for listed companies needing funds for working capital and expansion; and
- Arranging debt financing for companies and individuals holding listed shares.

Financing Details

Sterling is able to help companies with their financing requirements regardless of their industry sector or geographic location.

Alternatively, equity funding through listing gives companies the ease of doing business by eliminating interest, eliminating the need to return acquired money and finally eliminating all personal guarantees. Our funding requirement is based on industry growth.

Project funding can also be achieved through listings in many cases. Once the company is listed there are a number of alternatives available to finance qualifying projects through bond issues, debt financing or equity funding.

Global Recognition

Sterling Global Capital Investments Ltd. is a recognized business strategist that can assist its international corporate clients with Equity Funding through listing, Project Funding, Working Capital Funding, Expansion Funding and Growth Capital. We want to grow the business of our valued clients through valued financing.

About Sterling

Sterling Global Capital Investments Ltd. helps companies list at the German, Australian, French, Luxembourg, Bermuda London & USA Stock Exchanges through its wide network partners with expertise in their particular fields.

*As your listing partner we offer
a one stop listing service.*

About Sterling

We believe that you as our esteemed client, should concentrate on growing your business while we complete the listing process on your behalf. We have found this process extremely successful.

Our expert associates will handle all the public relation and investor relation work as they have access to institutional financing. Presently we are listing companies from all over the world. Our legal associates will prepare your company prospectus both in English and German and they will also handle the BaFin, FSA, BSX approval process. Our Chartered Accountant associates handle all business plans and verification of accounts.

About Sterling

Through our various sources, **Sterling Global Capital Investments Ltd.** provide **Equity Line from \$1 million to \$250 million** over a period of two years or **Loan Against Shares up to 65% LTV** and an **interest rate up to 4%**.

Funding By Listing

To help boost the economy, one must start to strengthen the foundation. Being the economy backbone, small and medium-sized enterprises (SME) anywhere in the world should be our focus. Ideally, SMEs will have easy access to all types of funding and full government assistance, but unfortunately, the current economic system is not up to par, especially those in the emerging markets and developing countries.

Funding By Listing

As an international investor relations company, **Sterling Global Capital Investments Ltd.** has been helping SMEs to raise capital in Asia, Africa, Europe and Americas regions. We raise capital globally through IPO listings at various Stock Exchanges. This way, SMEs get to raise money for business and investors get to put their money to a good use and get return from their investment.

Funding By Listing

Sterling Global Capital Ltd. also helps SMEs to raise money for individual projects with **no industry preference**. With its wide network partners, **Sterling Global Capital Ltd.** is not an industry-specific company and is able to help companies from all over the world and from various types of industries to raise money for business.

Why List on the NSX?

NSX is an SME (Small & Medium Enterprise) focused listing stock exchange. NSX offers a unique set of rules, processes, prices and a network clearly suited to SME and growth companies. NSX advantages include:

Simple Rules - *NSX's Rules are not only simple but are also principle-based, which dramatically reduces the work required to become and stay listed. Equity Rules on other markets can be three times as long as NSX's. Shorter and simpler rules and processes mean lower costs, less complexity and more management time spent actually running your business.*

Why List on the NSX?

Appropriate listing criteria - NSX listing criteria is designed to suit the SME customer, such as a 50 shareholder minimum, \$500,000 minimum market cap and no minimum listing price.

Low costs - NSX's fee structure and listing process is designed to offer companies real value for money. Our fees are the lowest in Australia and our simple listing rules and multiple listing options could save companies hundreds of thousands of dollars or more off their cost of listing. Our listing fees are up to 80% cheaper and our annual fees average 50% less than the ASX.

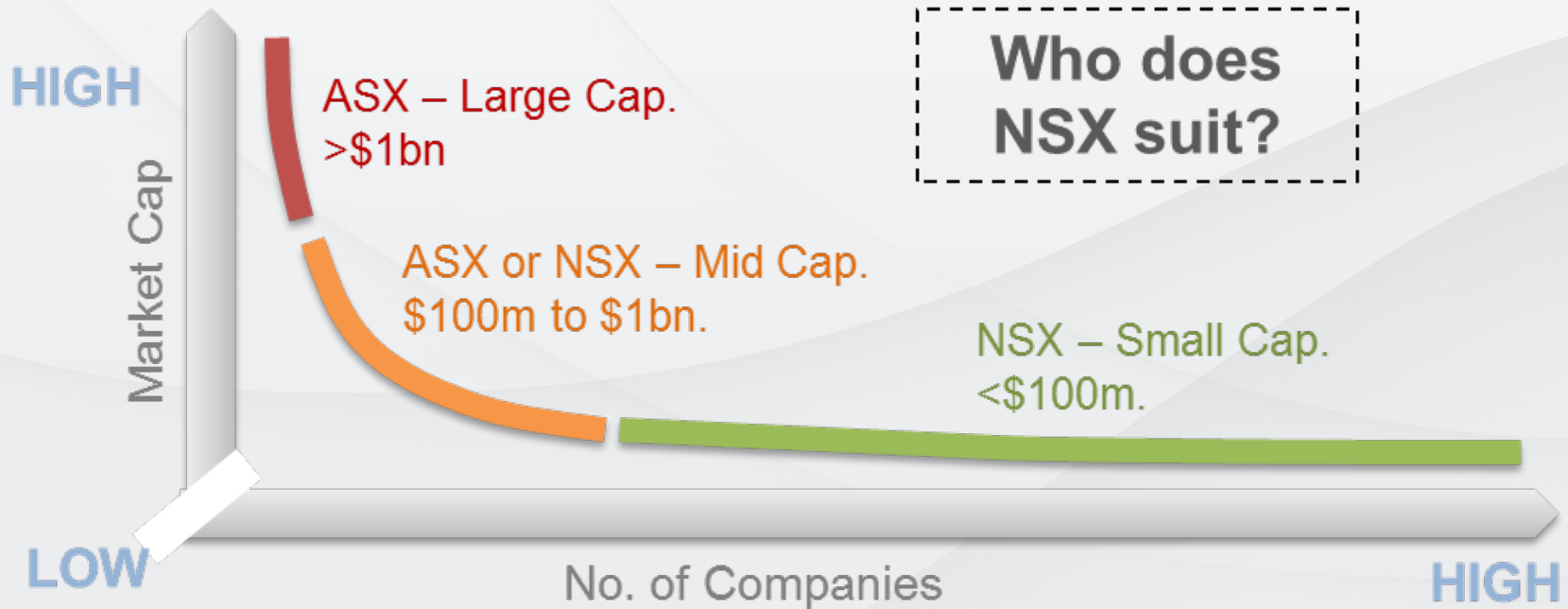
Why List on the NSX?

Multiple listing options - NSX currently offers companies the choice of five main listing routes, so companies can choose the most appropriate solution to ensure the fastest, simplest and lowest cost listing.

Extensive adviser community - NSX's Nominated Advisers cover a broad range of industries and specialties geographically spread throughout Australia. Advisers play the key role supporting companies throughout the listing process and thereafter.

Customer focused - NSX staff pride themselves on being professional and approachable experts who are keen to help you every step of the way. We have built up an extensive network of firms eager to help you with every aspect of your listing.

Why List on the NSX?



National Stock Exchange (Australia)

The **National Stock Exchange (Australia) (NSX)** the NSX was re-established in February 2000 and has since grown to become Australia's second largest listing stock exchange. NSX offers companies a wide and flexible range of listing options covering all market sectors.



National Stock Exchange (Australia)

An NSX listing is specifically attractive to companies looking for:

- Capital for growth and working capital
- Investor exit and succession planning solutions
- Migration from an existing listing
- Cross-border cross-time zone listings

Since 2000, NSX has helped hundreds of companies list that have raised capital in excess of \$2.5 billion for growth and innovation.

National Stock Exchange (Australia)

NSX offers a simple, flexible, cost effective and customer focused option for many companies seeking a listing. NSX also lists debt and investment scheme securities to investors.

National Stock Exchange (Australia)

A public stock exchange offers listing companies and security issuers many benefits including:

- Access to capital - raise finance on admission or via further capital raisings for organic growth, acquisition or combination of the two. It also allows a company to access and raise capital in the future. For major expansions, being a listed public company improves access to capital as many investor channels are simply unavailable to companies not trading on an exchange.
- Wider investor base - increase the number and range of retail and institutional investors
- Secondary trading - encourages investment, provides a market valuation and allows existing investors to easily exit and new investors to access your company

National Stock Exchange (Australia)

- Improved valuation - provides stature, price transparency and an independent valuation of your company
- Acquisition currency - the issuance of shares provides an alternative method of acquiring assets
- Share incentives - makes share-based incentive schemes for management and employees more attractive to retain and attract key personnel
- Higher public profile - receive greater media coverage, analysts reports and general public profile and reputation
- Improved customer and supplier status - demonstrates financial stability to customers and suppliers
- Exit strategy - provides an opportunity for founders and investors to realize some or all their investment

National Stock Exchange (Australia)

Becoming listed on a public market is a logical step in the evolution of many businesses, but should be taken only after proper consideration of the advantages and disadvantages of listing. Most successful private companies see a public listing as the natural course to continued growth and success. NSX specializes in helping companies reach this next stage in their development.

NSX Advantages

- Low costs
- PRESS marketing suite
- Simple rules
- Appropriate listing criteria
- Fast listing processing
- Multiple listing options
- Flexible trading options
- State of the art trading systems
- Extensive adviser community
- Multiple market listings
- Customer focused
- Investor confidence and corporate governance

NSX Advantages

LOW COSTS

NSX's fee structure is designed to offer companies real value for money. Our fees are the lowest in Australia and will save companies money at every stage of the listing process and while remaining listed with us. Listing fees are up to 80% cheaper and our annual fees up to 60% less than the ASX. With simple listing Rules and annual compliance.

NSX Advantages

STATE OF THE ART TRADING SYSTEMS

NSX's trading market is run on NASDAQ OMX's state of the art X-stream system, which is used by many of the largest markets around the world. Trading occurs on a strict time/price priority basis and settlement occurs securely via Delivery versus Payment (DvP) in CHESSESS on a t+3 basis.

NSX Advantages

MULTIPLE MARKET LISTINGS

Did you know that it's possible to list on the NSX and be quoted on the OTCQX International market for less than just listing on another Australian exchange? All exchanges are happy to welcome your company as a secondary listing on their market, but none will help you get your company quoted onto foreign markets.

NSX will because we understand the benefit to you of having your company quoted in multiple markets that cover multiple time zones and different investors. Being listed in multiple markets gives your company access to different investors, more trading time (Australia plus North America for example) and easier investor access to your stock by allowing trading in their local market (familiarity and same currency) in their usual time zone. NSX will work with your chosen overseas market and has Nomads that are experienced in overseas quotations. We want to help any company that wants to expand their footprint globally.

NSX Advantages

CUSTOMER FOCUSED

NSX staff pride themselves on being professional and approachable experts who are keen to help you every step of the way. If your company meets our listing criteria, we aim, to have you complete your listing procedure as quickly, smoothly and cost effectively as possible.

Once you are listed, we aim to manage your listing presence in a professional and cost effective manner. We help companies throughout the listing process with everything from advice and introductions through to problem solving and unique tailored solutions. We are also the only exchange to offer the “PRESS” marketing program that helps spread your IPO message to investors throughout Australia and the world and generate continued interest post your launch.

NSX Advantages

INVESTOR CONFIDENCE & CORPORATE GOVERNANCE

NSX markets are regulated by the Australian Securities and Investment Commission (ASIC) and our listed companies are required to adhere to continuous disclosure obligations. We also provide companies with a framework for compliance and corporate governance.

Bermuda Stock Exchange

Bermuda Stock Exchange (BSX) realizes this problem and creates Mezzanine Market that caters to SMEs and sophisticated “Qualified Investors”.

BSX defines a Qualified Investor as, *“an investor who has truthfully completed an investor suitability declaration in the form prescribed by the Exchange from time to time or in such other form as the Exchange may approve and either; (1) whose investment is not less than \$100,000; or (2) who otherwise meets one of the suitability tests set out in the declaration”*

(Source: BSX)

Bermuda Stock Exchange

These types of investor invest aggressively and are more resilient to risks. Mezzanine market was designed to match qualified investors with SMEs that want to generate market exposure and raise sustainable capital.

To list on this platform, a company does not have to have a minimum track record, market capitalization, free float or profitability, and thus creates a perfect market for both SMEs and investors. Once listed, the company gains exposure and prestige of being a public company without having to conduct an IPO. In short, the Mezzanine Market provides a backing for listed private equity.

Mezzanine Market

Mezzanine Market is designed to prepare private company before they properly do the full retail IPO. This is the best way to go public because by being on this market, companies can learn all the necessary preparation for IPO hands-on.

Companies listed on Mezzanine Market are subject to listing regulations so by the time they fulfill all the minimum requirements for IPO, they will already know all the ins-and-outs of the market. This market also gives the chance to SMEs to grow their market and business by being listed companies. They get to build a public profile in a more conducive market environment that encourages growth.

BSX Listing Requirements

All companies who want to be listed on BSX must be sponsored by one of the BSX's Trading Members. The sponsor will guide the way through the process and submit the application on behalf of the company.

The costs involved in the process are:

- BSX listing fees
- Sponsorship fees
- Full prospectus

Frankfurt Stock Exchange

Frankfurt Stock Exchange is the third largest trade-place for stocks in the world and the second largest in terms of market capitalization with over 85% of the market as international companies. There are currently about 6823 companies quoted on the Frankfurt Stock Exchange and the exchange enjoys an annual turnover of roughly 5.2 trillion euros.

Most of the FSE's trading takes place via a fully electronic trading system known as Xetra. This electronic system makes it possible for 15 different countries to trade on a single platform. Because this allows for countries to trade on the exchange without actually being in the country for floor trading, some 47% of those companies trading on the FSE are located in other countries.



Frankfurt Stock Exchange

Those companies wishing to enter the Frankfurt stock market can choose from three different categories: Prime, General and Entry Standard. Entry Standard is of course, the easiest way since Prime and General are regulated by the EU rules.

Major listed companies in Frankfurt Stock Exchange are:

Adidas, Allianz, BMW, GPC Biotech, SAP AG, Daimler Chrysler, IKB Deutsche Industri Bank, C and C. Hannover Re. etc.

Major investors are:

Siemens AG, Deutsche Telekom, NordLB, Munich Re, Opel, E.ON, Epcos, Bankgesellschaft Berlin, Helaba, Henkel etc.

Frankfurt Stock Exchange

- A listing on the Frankfurt Stock exchange provides a large variety of advantages, including access to international high quality investors, a competitive regulatory framework, high visibility, cost efficiency and high liquidity.
- Frankfurt Stock Exchange is run by Deutsche Börse. Trading at Frankfurt Stock Exchange takes place in two ways, traditionally with brokers on the trading floor, and electronically by Xetra[®] trading platform.

FSE and Xetra

Xetra[®] is the newest and most versatile trading platform in the world. It constantly scans the market to match buyers and sellers at a faster pace than the New York Stock Exchange's platform. It also allows faster alert detections such as irregular buying and selling patterns caught in the market. More than 90% of trading is now done through Xetra[®] with a fifth of them placed by private investors.

Trading with Xetra[®] ensures fair pricing, low costs (no brokerage fee), high speed with fastest execution times, broad selection with over 6,000 securities, and flexibility on order execution. Today 260 market participants in 19 countries are connected to the system. At peak times Xetra processes up to 1.4 million trades per day.

FSE Advantages

Founded about 400 years ago, the Frankfurt Stock Exchange (FSE) hosts public companies from over 70 different countries, including the U.S.A. Over 60 % of daily trading volume originates from investors outside Germany. Frankfurt Stock Exchange's turnover rate is higher than the London Stock Exchange and in terms of volume, it is the third biggest stock exchange in the world, right behind the New York Stock Exchange and the NASDAQ.

Frankfurt Stock Exchange is more lenient towards listings of foreign companies, and thus makes it more attractive to international businesses including U.S. based businesses.

FSE Advantages

Frankfurt Stock Exchange is the most cost-efficient stock exchange; they use the cheapest system for stock trading while still offering safe and secured trading experience. The initial costs to get listed are low. On-going costs are also much lower than listing in London, New York, and Japan.

In addition to the **low costs**, listing process at the Frankfurt Stock Exchange is very fast with up to **six weeks approval**. For foreign companies, another benefit of being listed on Frankfurt Stock Exchange is an exposure to the European market whether in terms of raising capital or expanding consumer target.

FSE Advantages

A listing on the Frankfurt Stock Exchange allows European investors to buy shares of foreign companies in local currency.

European investors wanting to buy listed shares in the New York Stock Exchange or NASDAQ or any other exchange must pay high brokerage fees and they are exposed to currency exchange risk, and thus reduce the amount of capital flowing from Europe.

FSE Advantages

- Access to international high quality investors
- A competitive regulatory framework
- High visibility
- Cost efficiency
- High liquidity

Equity Credit Line

- A **Credit Facility** is a flexible financing structure in which GPG commits to purchasing shares of common stock directly from a company, at prevailing market prices, over a multi-year period
- The **Credit Facility** provides the issuer with the right (but not an obligation) to “draw down” on a pre-determined amount of capital committed by GPG
- When a Company elects to draw down on the Credit Facility, GPG is obligated to purchase an amount of shares equal to the dollar amount requested, priced at a discount with a defined floor price
- The Company can continue to request draw downs, at their discretion, in accordance with the terms of the financing agreement
- The Company maintains control by setting the floor price and deciding on the amount and timing of each draw down by simply notifying GPG of their request to draw down on the Credit Facility
- The company has quick access to capital and can take advantage of sudden surges in their stock price and volume to infuse capital, or to strategically implement capital over time thus providing greater financial stability
- There are no minimum draw requirements, termination fees, or restrictions on other financing making a **Credit Facility an extremely flexible financing alternative**
- Committed capital from a principal investor that is obligated to purchase shares
- The Credit Facility can also eliminate the arduous process of road shows, as well as negotiations with bankers and investors, because the company is able to directly raise capital through GPG

Benefits of Going Public

Why would a small or medium-sized business owner want to take her or his privately held company public and deal with all the rigmarole associated with public status?

That is a good question!

To follow are a few of the major benefits...

Benefits of Going Public

- Going public gives your company more credibility and prestige with customers, clients, employees, the press and the financial community.
- Being a public company provides the company founders with a long-term exit strategy.
- Being a public company offers more liquidity for the founders and minority shareholders and **investors**.
- Public companies can easily finance growth through **equity capital** rather than debt capital because:
 - The company stock can be used as currency for mergers and acquisitions;

Benefits of Going Public

- Equity is available for an unlimited period of time and can be used without restrictions; and
- Being public increases your company's awareness and visibility vis-à-vis investors.
- Being public makes it much easier to **raise capital** and reduces the need for expensive, and often controlling, venture capital financing.
- Public companies are often valued much higher than their private counterparts.
- Being public gives more options for **raising capital**; you can raise capital through both public and private offerings so you have the benefit of access to more sources of capital.

Benefits of Going Public

Sterling Global Capital Investments Ltd. is in the business of helping SME' s grow organically or through acquisitions. We achieve this by assisting our international corporate clients with their financing needs and can even help qualifying companies pay down their existing debt.

Sterling Global Capital Investments Ltd. has a wide network of associates around the world and we also assist qualifying companies to access Government grants for their Research and Development projects.

Sterling Global Capital Investments Ltd. helps companies that are interested in listing their shares on the Frankfurt, Australian, Bermuda, French, London, Luxembourg & USA Stock Exchanges through its wide network of partners with expertise in their particular fields.

Listing Flowchart - Dual Listing

Dual listing for Mumbai Listed companies on the Frankfurt Stock Exchange Quotation Board

If your company is already listed on an eligible stock exchange like Mumbai Stock Exchange, a dual listing on the Frankfurt Stock Exchange quotation board will allow your company to gain exposure into Germany and Europe. This is especially useful for companies that are currently listed outside of Europe.

In order to dual list on the Frankfurt Stock Exchange Quotation Board, companies must already trade on an exchange approved by the Frankfurt Stock Exchange as a "like" exchange. Such companies are eligible to conduct a Frankfurt Stock Exchange dual listing without going through the normal primary listing procedures and without filing a prospectus.

The ability to dual list on the Frankfurt Stock Exchange via the Quotation Board is therefore much faster (only a few weeks) and much more affordable than a normal first listing.



To find out more about the process of listing your company visit our website to download our Listing Flowchart presentation.

Why List at FSE

- Founded 400 years ago
- FSE hosts public companies from over 70 different countries including the USA
- Over 60% of daily trading volume originates from investors outside Germany
- FSE turnover rate is higher than London Stock Exchange
- The FSE is the third largest stock exchange in the world* behind the New York Stock Exchange and the NASDAQ
- FSE is more lenient towards foreign companies
- Listing on the FSE provides a large variety of advantages

* In terms of volume

Listing of SPACs

Special Purpose Acquisition Corporations (SPACs) are allowed listing in all segments of Deutsche Börse and investors from across the globe can do business with them, just like other shares, through Xetra[®].

Listing of SPACs

The following points of a usual configuration of a SPAC need to be identified at the time of applying for admission:

- Capital structure and capital spending
- Payment of IPO-revenues into an interest-bearing trust account
- Detailed description of an intended purpose in the prospect
- Time limitation of the SPAC with obligation of repayment of trust assets in case of liquidation
- Investor friendly governance
- Shareholder meeting takes a decision on spending of trust assets for company takeovers
- Majority prerequisite > 50 percent for decision about spending

Listing of SPACs

- Proof of availability of the prerequisites must be provided by the applicants; the detailed reference to the respective declarations in the prospect is admissible as evidence.

Indirect listing via SPAC

- A substitute to the conventional IPO procedure is presented by already listed SPAC. The prime goal of SPAC is to capture and finally amalgamate with an existing working enterprise or its subsidiary within a specific timeframe, through earnings of an IPO.
- Reputed companies with good expansion probability, seeking safe and economical substitutes to conventional ways of becoming public enterprise, often benefit from this capital market segment.



Email: info@sterlingglobalinv.com

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To find out more about the process of listing your company visit our website to download our Listing Flowchart presentation.