

PHOENIX-8:

Introduction

This Executive Summary provides a high-level overview of **PHOENIX-8 by ZAMBELLI INTERNATIONAL CONSULTING LLC & WISE UNIVERSAL GROUP HOLDING COMPANY**, a sophisticated and forward-looking platform conceived to address the increasing complexity of global financial markets, cross-border transactions, and institutional investment requirements. In an environment defined by heightened regulatory scrutiny, evolving compliance standards, and the need for integrated financial solutions, PHOENIX-8 has been strategically structured to deliver a cohesive, scalable, and legally robust framework capable of supporting diverse financial activities across multiple jurisdictions.

The platform has been developed in alignment with international best practices in **corporate governance, financial structuring, asset management, and fiduciary oversight**, ensuring full compliance with applicable legal and regulatory regimes while maintaining operational flexibility. By combining centralized governance with decentralized execution, PHOENIX-8 is positioned to optimize capital allocation, enhance risk management, and deliver sustainable value to stakeholders. The following summary outlines the core architecture, operational model, and strategic objectives underpinning the platform.



1. EXECUTIVE SUMMARY PHOENIX-8 is a multi-jurisdictional strategic platform designed to operate as an integrated ecosystem across advisory, asset management, structured finance, and fiduciary services. The platform functions through a centralized governance structure with decentralized operational units, each acting as an independent profit center under strict regulatory, legal, and financial frameworks. PHOENIX-8 is engineered to originate, manage, securitize, and deploy capital globally, ensuring scalability, compliance, and institutional-grade performance across developed and emerging markets.
2. Compliance and International Standards Alignment
All proposed structures are expressly designed to ensure full adherence to internationally recognized legal, regulatory, and prudential standards, including but not limited to:
 - Investor protection regimes
 - Transparency and disclosure obligations
 - AML / CFT, FATCA, CRS, and KYC frameworks
 - Regulatory compliance across securities, banking, and fiduciary laws
 - Risk management, capital adequacy, and stress-testing methodologiesSecuritization Structures Under Evaluation
3. The Borrower Group has conducted preliminary legal, financial, and operational due diligence on the following securitization and financing structures. Each is supported by audited documentation, certified receivables portfolios, and institutional-grade internal control frameworks:
 - Receivables-Backed Notes (RBN)
 - Asset-Backed Securities (ABS)
 - Structured Credit Facilities
 - Trust-Held Collateral Pools
 - Hybrid Debt-Equity Instruments
 - Each structure is underpinned by:
 - Independent legal opinions issued by qualified international counsel
 - External audit frameworks and internal compliance controls
 - Verified and stress-tested cash-flow projections
 - Risk-weighted asset (RWA) modeling and capital impact analysis

3. Structural Models Structure

A – Traditional Securitization (True Sale Model) Under this model, the Borrower effects a legally perfected “true sale” of identified receivables and/or asset pools to a bankruptcy-remote Special Purpose Vehicle (SPV). Key legal and financial characteristics include:

- Absolute legal transfer of title, risk, and economic benefit
- Bankruptcy remoteness and insulation from Borrower insolvency
- Direct security interest for lenders or noteholders over the asset pool
- Clear segregation between operating entities and collateral assets

This structure is particularly suitable for institutional lenders and rating-sensitive investors, providing enhanced credit transparency and enforceability.

Structure B – Synthetic Securitization (Credit-Linked Model) In this alternative structure, the Borrower retains legal ownership of the receivables, while transferring all or part of the associated credit risk to lenders or investors through:

- Credit-linked notes
- Financial guarantees
- Risk participation agreements
- Derivative or insurance-based instruments

This model offers:

- Balance-sheet optimization
- Capital relief and improved regulatory ratios

Tailored risk-sharing arrangements • Retention of asset control and servicing rights It is particularly suited for capital-efficient financing and dynamic portfolio management.

Structure C – Hybrid or Structured Funding Model This model integrates elements of both true sale and synthetic securitization, enabling:

- Enhanced liquidity generation
- Diversified security and collateral layers
- Jurisdiction-specific risk allocation
- Dynamic reconfiguration of asset pools

This approach is designed for large, multi-jurisdictional portfolios requiring flexible deployment, refinancing, and re-securitization over time.



4-Monetization and Tokenization

Monetization

The Borrower may monetize assets through:

- Direct sale or securitization of receivables
- Refinancing of asset pools
- Structured note issuance
- Collateralized lending facilities

All monetization processes shall be supported by valuation reports, legal opinions, and compliance certifications.

Tokenization

Subject to regulatory permissibility, the Borrower may evaluate digital tokenization of asset interests, including:

- Tokenized representations of receivables or fund interests
- Distributed ledger-based recordkeeping
- Enhanced liquidity and fractional ownership mechanisms

Such initiatives shall be implemented strictly in compliance with applicable securities, digital asset, and financial market regulations.

1. Alternative and Complementary Financing Structures

In addition to the foregoing, the Borrower expressly remains open to evaluating alternative or complementary structured financing proposals, including but not limited to:

- Asset-Based Lending (ABL) facilities secured against receivables, contractual rights, and cash flows

5 • ABS issuance programs tailored to institutional placement

- Equity participation or strategic investment structures aligned with long-term corporate objectives
- Joint ventures, co-investment platforms, and strategic partnerships with institutional investors
- Mergers with high-premium companies at a global level, utilizing MBI methodologies, with incorporation of ZAMBELLI INTERNATIONAL CONSULTING LLC partners into the boards of directors
- Partial or full divestment of receivables portfolios, subject to valuation, certification, and full legal compliance

Closing Legal Position

This Executive Summary evidences the Borrower Group's strong financial standing, the integrity and auditability of its certified asset pools, and its commitment to implementing robust, enforceable, and regulator ready financing structures.

All proposed methodologies are designed to ensure bankability, legal certainty, and sustainable value creation, while preserving fiduciary integrity and long-term strategic control for all participating entities.

The Borrower, under the leadership of its CEO, Director, Chief Legal Officer, and Ultimate Beneficial Owner (UBO), brings decades of institutional experience in SEC-qualified investment management, international fiduciary structuring, and cross-border asset deployment, with historical operational relationships across more than 50 international banking institutions in the United States, United Kingdom, Switzerland, UAE, France, Spain, and Luxembourg.

This Executive Summary establishes the foundation for a fully bankable, regulator-ready, and lender-aligned transaction, suitable for engagement with Tier-1 banks, sovereign lenders, export credit agencies, and institutional private credit providers.

The Borrower, Zambelli International Consulting LLC, is a duly incorporated entity under the laws of the State of Delaware, United States, with a holding structure via Wise Universal Group in the United Kingdom. The legal foundation for collateralising the loan is based upon widely recognised instruments in UK and international financial law, including the Assignment of Receivables, Security Agreement over Receivables, Receivables Purchase Agreements (RPA) Securitization, Monetization, Tokenization, and Collateralised Loan Obligations (CLOs) / Asset-Backed Note structures.

- **“Powering the Next Generation of Global FinancePrecision. Performance. PHOENIX-8.”**

6- STRATEGIC BUSINESS MODEL PHOENIX-8 operates under a modular architecture of eight core business units, each strategically aligned but legally and operationally segregated to ensure: • Risk isolation • Regulatory compliance • Capital efficiency • Scalable growth Each division functions as a self-sustaining vertical, contributing to a unified global financial ecosystem.

PHOENIX-8 –

BUSINESS UNITS Unit 1 – Global Asset Management Institutional-grade portfolio management focused on multi-asset strategies, alternative investments, and structured products. This unit deploys proprietary allocation models to optimize returns while maintaining strict risk controls and diversification across jurisdictions and asset classes.

Unit 2 – Investment Fund Platform A multi-strategy platform managing private equity, private credit, infrastructure, and structured instruments. Funds are structured under jurisdiction-specific regimes, ensuring compliance while enabling access to institutional and private capital markets.

Unit 3 – Real Assets & Infrastructure Focused on acquisition, development, and restructuring of real estate and infrastructure assets across global markets. Includes securitization of income-generating assets and strategic repositioning to maximize long-term value.

Unit 4 – Sovereign Finance & Structured Lending Provides structured lending solutions, trade finance, and sovereign-linked facilities. This unit supports governments, institutions, and corporations through collateralized financing, export credit structures, and liquidity solutions.

Unit 5 – Insurance & Risk Transfer Specialized in risk mitigation and transfer mechanisms, including captive insurance, reinsurance participation, and credit protection structures. Designed to enhance financial stability and protect assets against geopolitical and market risks.

Unit 6 – Wealth Management & Advisory Delivers tailored advisory services for Ultra-High-Net-Worth (UHNW) individuals and institutions, including cross-border structuring, estate planning, and investment advisory. Focuses on preservation, growth, and intergenerational wealth transfer.

Unit 7 – Family Office & Fiduciary Services Provides multi-family office solutions, including asset consolidation, governance structures, and philanthropic planning. Operates through advanced fiduciary frameworks ensuring confidentiality, asset protection, and long term continuity.

Unit 8 – Intelligence, Compliance & Data Governance A central unit ensuring regulatory compliance, risk intelligence, and data governance. Implements global standards including AML, KYC, data protection, and financial transparency frameworks, supporting all operational

FIDUCIARY & LEGAL STRUCTURE PHOENIX-8 operates through a multi-layered fiduciary architecture, utilizing: • Trust structures • Foundations • Segregated legal vehicles Key objectives: • Asset protection • Legal segregation • Tax optimization • Succession continuity • Full compliance with international frameworks (CRS, FATCA, OECD) 8. **FINANCIAL STRATEGY & CAPITAL DEPLOYMENT**

The platform integrates advanced financial methodologies including: • Asset-Backed Securities (ABS) • Receivables securitization • Cross-border capital structuring • Portfolio-level guarantees • Trust-based collateral systems These mechanisms ensure: • Liquidity generation • Risk mitigation • Institutional investor compatibility • Scalable capital deployment

7 -FUNDING OBJECTIVE -PHOENIX-8 seeks to establish a large-scale secured credit facility to:

1. Support global asset acquisition and expansion
2. Strengthen consolidated balance sheet
3. Enhance regulatory footprint and licensing
4. Expand operations across key financial markets
5. **COMPETITIVE ADVANTAGE** PHOENIX-8 differentiates itself through: • Fully integrated global platform • Multi-jurisdictional expertise • Institutional-grade structuring • Advanced financial engineering • Strict compliance and governance standards

CONCLUSION PHOENIX-8 represents a next-generation global financial platform, designed to operate at the intersection of capital markets, advisory, and fiduciary structuring. Through its eight specialized units, the platform delivers scalable, secure, and high-performance solutions, positioning itself as a trusted partner for institutional and sovereign-level engagements worldwide.

Conflict of Interest and Global Due Diligence Compliance

Please be advised that **ZAMBELLI INTERNATIONAL CONSULTING LLC** maintains a robust and comprehensive **compliance, risk management, and global due diligence framework** designed to identify, prevent, and mitigate any actual, potential, or perceived conflicts of interest, while ensuring strict adherence to applicable **international legal, financial, and regulatory standards**. This framework operates in alignment with leading enforcement and regulatory bodies, including the **Serious Fraud Office (SFO)** and the **Financial Crimes Enforcement Network (FinCEN)**, as well as global regimes governing **anti-money laundering (AML), counter-terrorist financing (CTF), anti-bribery, and anti-corruption**. All transactions are subject to rigorous **Know Your Customer (KYC), Ultimate Beneficial Ownership (UBO)** verification, and **Source of Funds (SOF) / Source of Wealth (SOW)** validation procedures, ensuring full transparency and regulatory compliance. Furthermore, the Company enforces strict jurisdictional risk controls and has formally excluded certain high-risk or non-aligned jurisdictions following enhanced due diligence reviews, in order to mitigate legal, regulatory, and geopolitical exposure.

Jurisdictional Exclusions Policy

Effective as of **21 April 2025**, and following extensive **internal compliance reviews, enhanced due diligence procedures (EDD), risk assessments, and conflict-of-interest evaluations**, ZAMBELLI INTERNATIONAL CONSULTING LLC has formally designated the following jurisdictions as **restricted and excluded** from any form of business engagement, investment activity, financial structuring, or contractual negotiation:

- People's Republic of China (post-COVID-19 strategic exclusion)
- Argentine Republic
- French Republic
- Swiss Confederation
- Islamic Republic of Iran
- State of Libya
- Kingdom of Bahrain

Such exclusions are subject to continuous review and may be expanded in response to evolving **geopolitical, regulatory, or enforcement risks**.

In addition, **ZAMBELLI INTERNATIONAL CONSULTING LLC** applies a strict **zero-tolerance policy toward conflicts of interest**, ensuring that no engagement, transaction, or advisory mandate proceeds where there is any risk of fiduciary breach, lack of transparency, regulatory exposure, or sanctions-related concerns. All counterparties, intermediaries, and stakeholders are subject to **enhanced due diligence (EDD)** and continuous monitoring, in accordance with **FinCEN requirements**, FATF recommendations, and international banking compliance standards. Any failure to meet these standards, or any breach of internal compliance policies, will result in the immediate suspension or termination of the engagement and may trigger internal investigations and reporting obligations to competent authorities. This framework underscores the Company's commitment to conducting business in a manner that is **ethical, transparent, legally enforceable, and fully compliant with international financial regulations**, thereby safeguarding the integrity of its operations and protecting the interests of its partners, investors, and stakeholders.

Legal Disclaimer / Confidentiality Notice ZAMBELLI INTERNATIONAL CONSULTING LLC, a legal entity duly organized and existing under the laws of the State of Delaware, United States, with its principal place of business at 16192 Coastal Highway, Lewes, Sussex County, Delaware 19958, and registered with the Delaware Secretary of State under Registration Number 3592130, hereby certifies its full legal capacity and compliance with applicable U.S. federal and state regulatory frameworks. The company is represented by its designated Counsel & BA (PLS), Mr. José Zambelli, who is further identified as a Politically Exposed Person (PEP), in accordance with international Anti-Money Laundering (AML), Counter-Terrorism Financing (CTF), and enhanced due diligence standards, including the Financial Action Task Force (FATF), the U.S. Bank Secrecy Act (BSA), the USA PATRIOT Act, and other binding global compliance protocols.

ZAMBELLI INTERNATIONAL CONSULTING LLC manages and administratively organizes WISE UNIVERSAL GROUP Ltd, a company duly incorporated under the laws of England and Wales (Companies House Registration No. 14615225), with its registered office at 128 City Road, EC1V 2NX, London, United Kingdom. All operations comply with applicable UK corporate, financial, and regulatory legislation, including guidelines issued by the Financial Conduct Authority (FCA), ensuring full alignment with international standards for transparency, governance, and investor protection.

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Strategic Planning for Progress

1. Strategic Assessment & Vision Definition

This initial phase focuses on conducting a comprehensive **situational analysis**, including market conditions, regulatory environment, competitive landscape, and internal capabilities. It involves defining a clear **strategic vision**, long-term objectives, and value proposition, aligned with stakeholder expectations and global market opportunities. Key outputs include risk identification, opportunity mapping, and the establishment of a solid decision-making framework.

2. Structuring & Execution Planning

In this phase, the strategy is translated into actionable frameworks through the design of **operational models, financial structures, and governance mechanisms**. This includes resource allocation, capital structuring, partnership development, and the establishment of **KPIs, compliance protocols, and risk mitigation strategies**. The objective is to ensure that all initiatives are **scalable, compliant, and execution-ready**.

3. Implementation, Monitoring & Optimization

The final phase involves the **execution of the strategic plan**, supported by continuous monitoring, performance evaluation, and adaptive management. Through the use of data-driven insights and reporting systems, organizations can track progress, ensure regulatory compliance, and optimize performance. This phase emphasizes **sustainability, efficiency, and long-term value creation**, allowing for adjustments in response to market dynamics and emerging risks.

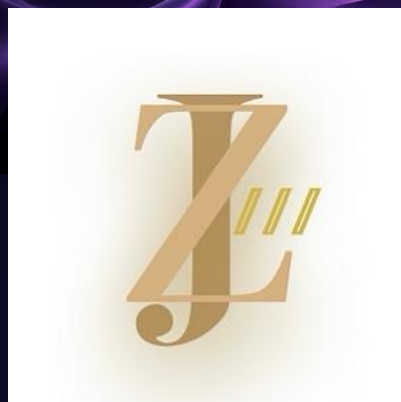
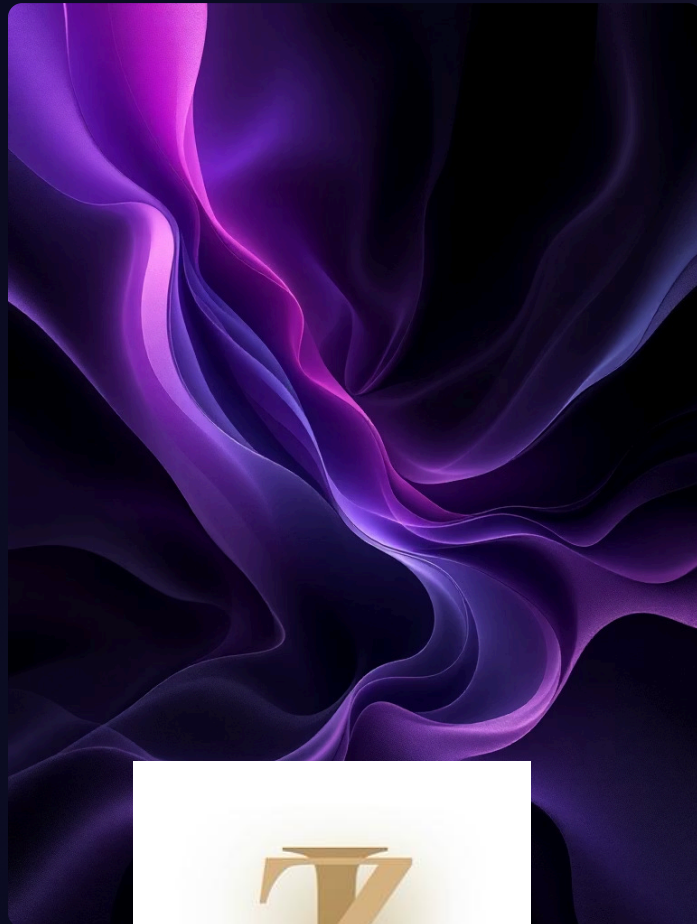
Energize Eight: Community-Driven Global Financial Solutions

Energize Eight is a strategic initiative designed to bridge the gap between **global capital markets and community-level financial needs** through an integrated, scalable, and impact-driven platform. The model combines **financial structuring, advisory services, and capital deployment mechanisms** to empower communities while ensuring institutional-grade performance and compliance.

The platform operates by identifying **high-potential projects and underserved markets**, structuring tailored financial solutions, and connecting them with **international investors, funds, and strategic partners**. Through a combination of **blended finance, structured products, and innovative funding models**, Energize Eight facilitates access to capital while mitigating risk and enhancing transparency.

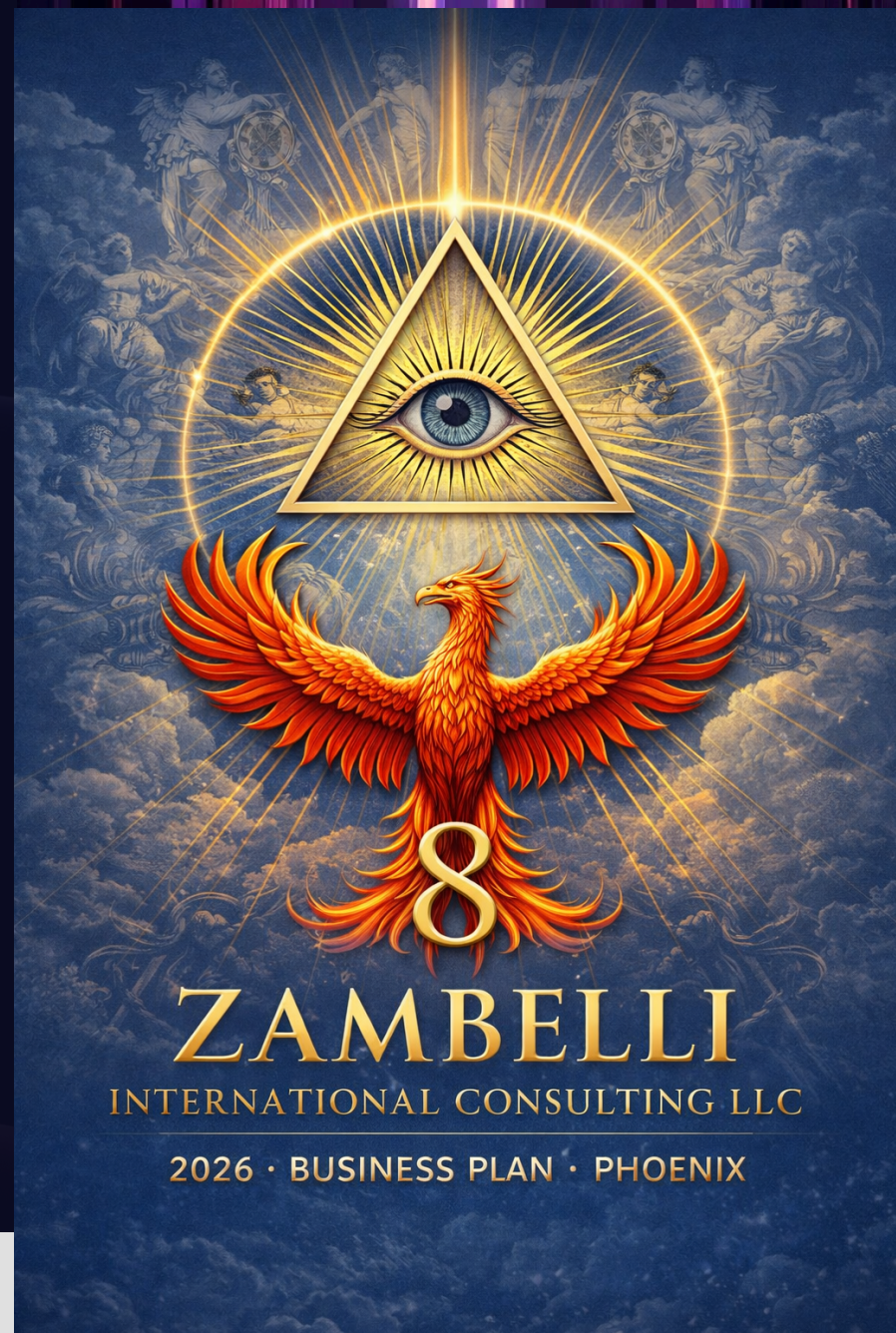
A core pillar of the strategy is its **community-driven approach**, ensuring that financial solutions are aligned with local economic development, sustainability goals, and long-term value creation. The platform emphasizes **strong governance, regulatory compliance, and due diligence frameworks**, enabling secure and efficient cross-border transactions.

Ultimately, Energize Eight aims to create a **sustainable financial ecosystem** that delivers measurable economic and social impact, while unlocking new investment opportunities across global markets.



CHAPTER 2

Pillars of Progress



ZAMBELLI
INTERNATIONAL CONSULTING LLC
2026 · BUSINESS PLAN · PHOENIX

Economic Development: Fuelling Growth and Opportunity

Phoenix's new Economic Development Strategic Plan sets a bold agenda for job creation, inward investment, and long-term prosperity across targeted high-growth sectors.



Bio-Life Sciences

Positioning Phoenix as a hub for biomedical research and life sciences innovation



Advanced Business Services

Attracting high-value professional and financial services firms to the region



Manufacturing

Revitalising industrial capacity through modernisation and workforce investment



Sustainable Industries

Streamlined regulations, international trade, and market intelligence at the forefront

Comprehensive Strategy

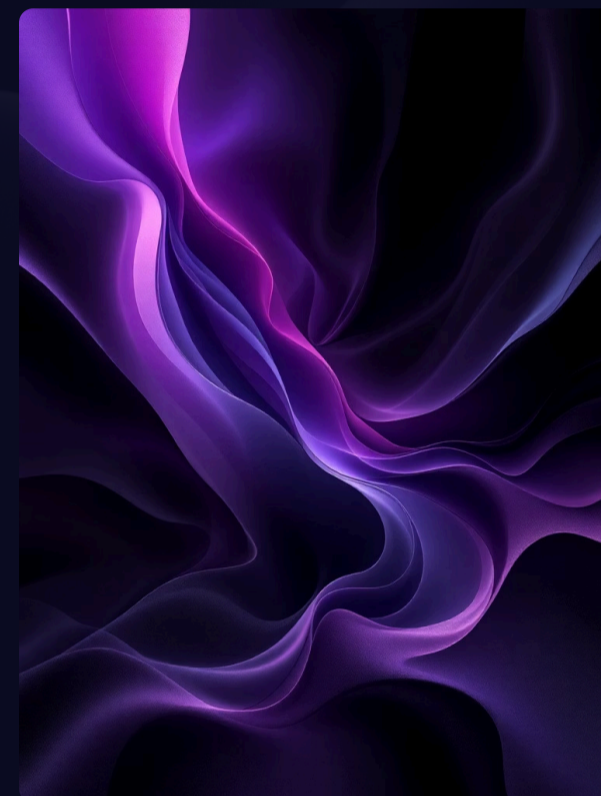
The PHOENIX - 8 - **Energize Eight: Community-Driven Global Financial Solutions** strategy is designed as an integrated, multi-layered framework that aligns **global capital flows with community-based economic development opportunities**, ensuring sustainable growth, risk mitigation, and long-term value creation.

At its core, the strategy combines **strategic origination, financial structuring, and capital deployment**. It begins with the identification of high-impact projects and underserved markets, followed by the development of **tailored financial solutions**, including blended finance structures, securitization models, and co-investment platforms. These solutions are then matched with a diversified network of **institutional investors, funds, and strategic partners**, enabling efficient capital allocation across jurisdictions.

A key component of the strategy is its **community-driven approach**, which ensures that all financial interventions are aligned with local needs, economic priorities, and sustainability objectives. This is supported by robust **governance, compliance, and due diligence frameworks**, incorporating international standards in **AML/KYC, risk assessment, and regulatory compliance**, thereby safeguarding transparency and operational integrity.

Operationally, the platform leverages a **centralized governance model with decentralized execution**, allowing for scalability while maintaining strict oversight and performance control. Continuous monitoring, data-driven decision-making, and adaptive management mechanisms ensure that projects remain aligned with both financial targets and impact metrics.

Ultimately, the Comprehensive Strategy positions Energize Eight as a **bridge between global finance and local impact**, delivering scalable, compliant, and high-performance financial solutions that empower communities while generating attractive returns for investors.



Council-Approved

Formally adopted with full city leadership backing

Targeted Action

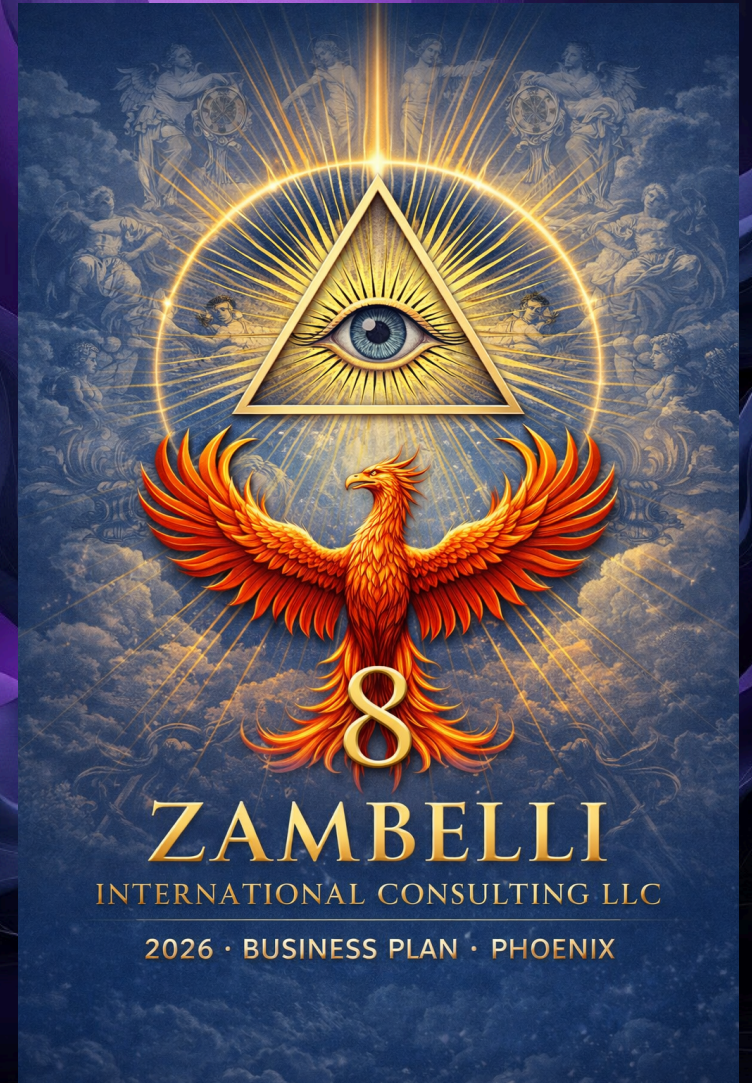
Purpose-built strategies addressing root causes and pathways out of homelessness

Social Equity

Centred on dignity, opportunity, and systemic change for vulnerable residents

CHAPTER 3

Building a Resilient Future



Consolidated Plan 2025–2035 : A Blueprint for Community Needs

The Consolidated Plan 2025–2035 outlines a decade-long framework to address critical community financial needs through a structured, scalable, and impact-focused approach. This plan integrates strategic financial engineering, advisory services, and capital deployment to create sustainable economic value at both the local and global levels.

Strategic Objectives

- **Empower Communities:** Ensure access to capital for underrepresented and underserved markets.
- **Maximize Impact:** Align investment initiatives with local development priorities, sustainability goals, and social outcomes.
- **Ensure Compliance:** Operate within rigorous international legal, regulatory, and fiduciary frameworks to mitigate risk.
- **Drive Returns:** Provide institutional-grade performance and attractive financial outcomes for investors and stakeholders.

Operational Framework

The plan implements a centralized governance model complemented by decentralized operational units, allowing each regional or sectoral unit to act as an independent profit and impact center. Key components include:

- **Capital Origination:** Identification of high-potential projects aligned with community needs.
- **Structured Financing:** Deployment of blended finance, securitized instruments, and co-investment structures.
- **Advisory & Fiduciary Services:** Support for regulatory compliance, financial planning, and risk mitigation.
- **Impact Monitoring:** Continuous performance tracking, reporting, and adaptive management based on measurable KPIs.

Financial & Investment Strategy

The plan leverages diversified funding sources, including institutional investors, development funds, and co-development partners, while maintaining transparent, auditable, and compliant financial structures. Resources are strategically allocated to optimize social and economic outcomes, while ensuring scalability and long-term sustainability.

Implementation Timeline

The 10-year horizon is divided into three key phases:

- **Phase 1 (2025–2027):** Market and community assessment, pilot initiatives, and infrastructure setup.
- **Phase 2 (2028–2031):** Expansion of capital deployment, regional scaling, and portfolio diversification.
- **Phase 3 (2032–2035):** Consolidation of operations, impact optimization, and integration of lessons learned for continuous improvement.

Conclusion: The Consolidated Plan 2025–2035 positions PHOENIX -8- Energize Eight as a global platform connecting financial resources to community needs, ensuring sustainable growth, transparency, and measurable social impact while delivering attractive returns for all stakeholders.

PHOENIX-8: A Commitment to Action and a Thriving Tomorrow

PHOENIX-8 represents a bold vision for creating a **sustainable, high-performance, and globally integrated financial ecosystem**. The platform embodies a **commitment to action**, translating strategic intent into measurable results across advisory, asset management, structured finance, and fiduciary services. By combining **centralized governance with decentralized operational units**, PHOENIX-8 ensures operational agility while maintaining rigorous oversight, compliance, and institutional-grade performance.

At its core, PHOENIX-8 is designed to **catalyze capital deployment, empower stakeholders, and drive community and market impact**, fostering a thriving tomorrow for investors, partners, and the communities it serves. Through **innovative financial solutions, robust risk management, and strategic partnerships**, the platform delivers scalable, transparent, and sustainable outcomes, bridging the gap between global financial markets and actionable, real-world solutions.

This commitment underscores the platform's dual promise: **immediate, effective action in operational execution** and **long-term value creation for global stakeholders**, ensuring that PHOENIX-8 is not only a conduit for capital but a catalyst for enduring economic and social progress.

