

# ZAMBELLI

## INTERNATIONAL CONSULTING LLC

### Investor Overview & Structured Finance Investment Mandate

**ZAMBELLI INTERNATIONAL CONSULTING LLC** – Investor Overview and Structured Finance Investment Mandate Securitization, Monetization, and Strategic Financial Structuring of Receivables Portfolio ZAMBELLI INTERNATIONAL CONSULTING LLC hereby declares its strategic intent to engage in structured financial operations, including but not limited to securitization, monetization, and tokenization of its receivables portfolio, as well as participation in sovereign asset-based lending frameworks and the issuance or placement of asset-backed securities (ABS) in domestic and international markets. The underlying assets subject to such transactions consist exclusively of legitimate, duly originated, audited, and certified receivables, supported by verifiable contractual documentation, financial records, and compliance controls consistent with applicable regulatory standards and international best practices. Said receivables portfolio may be subject to total or partial sale, assignment, transfer, participation, or structured financing arrangements, including but not limited to private placements, institutional transactions, and cross-border investment structures. All contemplated transactions shall be executed in full compliance with applicable securities laws, financial regulations, anti-money laundering (AML) standards, and international financial protocols, including those issued by competent authorities in the United States, the United Kingdom, and other relevant jurisdictions. Furthermore, any structuring involving digital assets or tokenization mechanisms shall adhere to recognized frameworks governing distributed ledger technologies (DLT), investor protection, and financial transparency, ensuring enforceability, traceability, and legal validity across jurisdictions.

**ZAMBELLI INTERNATIONAL CONSULTING LLC** expressly reserves the right to structure, negotiate, and execute such transactions with qualified investors, financial institutions, sovereign entities, and strategic partners, under terms deemed appropriate, including the retention of servicing rights, 2 credit enhancement mechanisms, and risk allocation structures. All rights related to valuation, structuring, pricing, and execution remain exclusively vested in the company and its authorized representatives.



STRUCTURED FINANCE

RECEIVABLES PORTFOLIO

GROWTH

PROFIT

## 1. Strategic Introduction and Market Opportunity

We welcome sophisticated investors, strategic partners, and institutional stakeholders seeking **high-value opportunities in the Real World Assets (RWA) and structured finance ecosystem**. ZAMBELLI INTERNATIONAL CONSULTING LLC, a Delaware-registered legal and financial consulting entity, in conjunction with **WISE UNIVERSAL GROUP Holding Company**, holds exclusive **legal title and full beneficial ownership** of a **highly diversified portfolio** comprising sovereign receivables, selected private receivables, indemnity claims, and other strategically structured financial instruments.

This portfolio has been **carefully designed to maximize monetization potential**, employing sophisticated strategies such as **securitization, tokenization, asset-backed lending**, and selective **full or partial sale of receivables**. All asset structures are supported by **comprehensive legal, audit, and compliance frameworks**, ensuring the **lawful origin of funds, enforceability, chain-of-title integrity**, and the **absence of competing claims or encumbrances**, fully compliant with Delaware statutory requirements, U.S. federal law, and **international best practices** in structured finance.

The current market environment presents **unprecedented opportunities for capital deployment and risk-adjusted returns**, particularly in sectors requiring **liquid and high-quality real-world assets**. ZAMBELLI's portfolio, underpinned by robust governance and institutional-grade oversight, provides investors with a **secure, transparent, and scalable platform** to participate in cross-border structured finance transactions. By leveraging a combination of **advanced financial engineering, strategic advisory capabilities, and regulatory compliance**, the platform is positioned to **deliver superior value creation while mitigating legal, operational, and counterparty risk**.

Through this framework, investors gain **direct exposure to monetizable, high-quality receivables**, benefiting from both predictable cash flows and strategic upside opportunities inherent in structured and tokenized finance models across developed and emerging markets.

## 2. Portfolio Certification and Compliance

The portfolio has been **fully audited, verified, and certified** by a **U.S.-licensed Certified Public Accountant (CPA)** and subjected to comprehensive review in accordance with **U.S. Generally Accepted Accounting Principles (GAAP), Statements on Standards for Accounting and Review Services (SSARS), and the professional standards promulgated by the American Institute of Certified Public Accountants (AICPA)**. Each receivable within the portfolio has undergone rigorous verification for **enforceability, lawful origin of funds, chain-of-title integrity, and compliance with all applicable anti-money laundering (AML) and counter-terrorist financing (CTF) regulations**, including requirements under **FinCEN and international financial standards**.

### INTEGRAL PORTFOLIO OVERVIEW

#### AETHELGARD APEX GLOBAL – Sovereign Liquidity Bridge (SLB)

For purposes of institutional review, sovereign evaluation, and cross-border investment consideration, the receivables portfolio associated with **AETHELGARD APEX GLOBAL – Sovereign Liquidity Bridge (SLB) ATARAXIUM , IPSA SCIENTIA , NEXIUS -7** is hereby presented as a fully validated, independently audited, and legally certified asset base.

The portfolio comprises receivables with an aggregate nominal value of approximately **USD 709,935,186,509.37 (Seven Hundred Nine Billion Nine Hundred Thirty-Five Million One Hundred Eighty-Six Thousand Five Hundred Nine United States Dollars and Thirty-Seven Cents)**, consisting of enforceable claims against a diversified pool of sovereign and private obligors, with credit profiles ranging from **AAA to BB+**, across the United States, Europe, and Latin America. The underlying assets have been subject to comprehensive legal verification, financial reconciliation, and jurisdictional enforceability analysis.

The portfolio has undergone independent audit and certification by a licensed U.S. Certified Public Accountant (CPA), and its structuring aligns with applicable regulatory frameworks, including considerations consistent with the **U.S. Securities and Exchange Commission (SEC) Whistleblower Program**, GENIUS Act and related compliance standards. Accordingly, the asset base is deemed legally enforceable, financially substantiated, and institutionally prepared for advanced structuring, including but not limited to securitization, collateralization, secondary market placement, and structured financing transactions with sovereign entities, multilateral institutions, and regulated financial counterparties.

**Zambelli International Consulting LLC (“ZIC”)** hereby presents the SLB portfolio as a high-value, institutional-grade receivables platform, specifically designed to support sovereign liquidity strategies, balance sheet optimization, and cross-border capital deployment. The portfolio combines legal certainty, financial robustness, and strategic flexibility, positioning it as a compelling instrument for governments, central banks, sovereign wealth funds, and global institutional investors seeking secure, scalable, and yield-generating opportunities within a controlled risk framework exclusive of applicable taxes, structuring costs, legal expenses, and professional fees. This certification provides investors and counterparties with **assurance of asset quality, documentation integrity, and legal enforceability under both U.S. law and international standards**.

### 3. Yield Profile and Financial Metrics

Accrued interest associated with the receivables has been calculated in the aggregate amount of **USD 21,237,120,581.48 (Twenty-One Billion Two Hundred Thirty-Seven Million One Hundred Twenty Thousand Five Hundred Eighty-One United States Dollars and Forty-Eight Cents)**, derived from a verified principal base of **USD 235,968,006,460.91 (Two Hundred Thirty-Five Billion Nine Hundred Sixty-Eight Million Six Thousand Four Hundred Sixty United States Dollars and Ninety-One Cents)**. Such interest has been computed at an annual statutory rate of 9%, in accordance with the pre-judgment interest provisions established under **New York Civil Practice Law and Rules (CPLR) § 5004**, a benchmark rate broadly recognized and applied in both federal and state jurisdictions within the State of New York.

All financial projections, cash flow models, and accrual calculations have been **fully documented, independently audited, and verified by a U.S.-licensed CPA**, ensuring the **accuracy, reliability, and enforceability** of reported yields. These calculations are prepared in strict compliance with **U.S. GAAP, IFRS, and Delaware fiduciary standards**, providing investors with confidence in both **capital preservation and the sustainability of yields over time**.

The portfolio's **yield profile is supported by multiple monetization strategies**, including **asset-backed lending (ABL), securitization (ABS), tokenization, and selective sale of receivables**, all executed under robust **legal, regulatory, and operational frameworks**. Risk-adjusted return metrics, stress-testing scenarios, and scenario-based cash flow analyses have been conducted to **validate sustainability under varying market conditions**, aligning with **institutional investment standards and multi-jurisdictional compliance requirements**.

In addition to the foregoing, a distinct tranche of receivable accounts is classified as **contingent, variable, and performance-linked**, the valuation of which may materially increase depending on the outcome of regulatory enforcement actions, litigation processes, and associated recovery mechanisms. Such receivables are directly or indirectly connected to potential awards under the **U.S. Securities and Exchange Commission (SEC) Whistleblower Program**, as well as enforcement-related recoveries contemplated under the **Dodd-Frank Wall Street Reform and Consumer Protection Act** and other applicable legal frameworks.

For purposes of clarity and institutional transparency, the contingent and variable component of the portfolio is derived as the difference between the total nominal portfolio value and the audited, validated, and certified receivables tranche as of March 3, 2026. Accordingly, such contingent and performance-linked receivables amount to approximately **USD 473,967,180,048.46 (Four Hundred Seventy-Three Billion Nine Hundred Sixty-Seven Million One Hundred Eighty Thousand Forty-Eight United States Dollars and Forty-Six Cents)**.

This tranche remains inherently subject to legal, regulatory, and enforcement outcomes, including but not limited to whistleblower awards, judicial proceedings, negotiated settlements, and other contingent financial events. Consequently, its realization, timing, and ultimate valuation are uncertain and dependent upon final determinations issued by competent authorities, counterparties, and adjudicative bodies.

From a strategic perspective, this component constitutes a **high-value, non-linear upside layer**, offering significant potential for enhanced returns while operating within a controlled legal and compliance framework. Its contingent nature provides optionality and scalability, positioning the portfolio to benefit from favorable enforcement outcomes and recovery scenarios.

All such receivables are managed under stringent governance, legal, and regulatory protocols, ensuring full alignment with applicable statutory provisions, confidentiality obligations, and compliance requirements governing whistleblower claims, enforcement actions, and cross-border financial recoveries. This disciplined approach reinforces the integrity, credibility, and institutional readiness of the portfolio for engagement with sovereign entities, multilateral institutions, and global investors.

#### Credit / Qualification Risk of Debtors

The receivables portfolio managed by **ZAMBELLI INTERNATIONAL CONSULTING LLC** comprises **sovereign and private debtors** who have been thoroughly **assessed for creditworthiness and risk profile**. Independent evaluations confirm that the portfolio maintains **high-quality credit ratings**, ranging from **AAA and AA+ (prime/very low risk) to BB+ and B+ (investment grade to speculative)**, as classified by the most **reputable global credit rating agencies**.

#### Key Rating Agencies

The ratings are determined based on assessments from three of the world's **most widely recognized and authoritative credit rating agencies**:

- Standard & Poor's (S&P Global Ratings)** – Provides globally recognized sovereign and corporate credit ratings, evaluating default risk, financial stability, and governance frameworks.
- Moody's Investors Service** – Offers independent risk analysis, assigning ratings that measure the probability of default and debt service capacity for sovereign and private entities.
- Fitch Ratings** – Delivers comprehensive assessments of creditworthiness, including macroeconomic resilience, operational capacity, and market exposure.

#### Risk Implications

- High-quality debtors (AAA to AA+)** provide **strong assurance of timely payment and principal protection**, ideal for structured finance and securitization.
- Medium-quality debtors (A to BB+)** offer **higher yield potential** while maintaining **verifiable risk metrics** under full audit and compliance protocols.
- All debtor exposures are **documented, legally enforceable, and monitored under strict compliance frameworks**, including **U.S., U.K., EU, and international standards**, ensuring **institutional-grade risk management**.

**Strategic Objective:** By maintaining a **diversified debtor base with verified high-quality ratings**, **ZAMBELLI INTERNATIONAL CONSULTING LLC** ensures that the portfolio is **creditworthy, secure, and optimized for ABS issuance, tokenization, and asset-backed lending**, providing **investors with predictable, risk-adjusted returns**.

Investors are therefore assured of a **highly predictable, auditable, and legally enforceable income stream**, backed by **secured assets with verified title and creditworthiness**, ensuring that both yield generation and principal integrity meet **institutional-grade investment criteria** suitable for global capital deployment and structured finance applications.

These structures are fully aligned with **Delaware statutory requirements**, including **Delaware General Corporation Law (DGCL), Uniform Commercial Code (UCC) Article 9 for secured transactions, and applicable trust and investment fund statutes**, as well as with **U.S. federal securities, tax, and financial regulations**. By adhering to these frameworks, investors are assured of **maximum enforceability, legal clarity, and operational transparency**, while enabling **scalable, cross-border capital deployment**.

Leveraging the laws of the State of Delaware, the portfolio is strategically structured to enable a broad range of monetization and capital deployment mechanisms, ensuring legal certainty, operational flexibility, and alignment with international financial standards. The structure is designed to optimize liquidity, enhance asset value, and facilitate access to diversified funding sources across global markets.

The framework includes the **securitization of receivables into Asset-Backed Securities (ABS)**, fully compliant with Delaware statutory provisions governing Special Purpose Vehicles (SPVs), trust structures, and registered financial instruments. This mechanism enables the isolation of assets, risk transfer, and efficient capital market access, while ensuring enforceability and investor protection under applicable legal frameworks.

In parallel, the portfolio supports the **tokenization of receivables**, transforming underlying financial assets into digitally represented instruments deployed on blockchain or distributed ledger technologies (DLT). This approach enhances liquidity through fractional ownership, improves transferability, and ensures transparency, traceability, and secure enforcement of rights, in accordance with evolving digital asset regulations and compliance standards.

Additionally, the structure facilitates **Asset-Backed Lending (ABL)**, whereby receivables are utilized as collateral to secure structured financing from institutional lenders, private credit funds, and multilateral financial institutions. This enables optimized leverage, improved capital efficiency, and tailored financing solutions aligned with the risk profile and performance of the underlying assets.

The platform further incorporates **litigation financing and legal equity partnership models**, allowing for the strategic funding of legal claims, dispute resolution processes, and enforcement actions. These structures provide non-recourse or limited-recourse financing solutions, aligning investor returns with legal outcomes while maintaining strict compliance with applicable legal and ethical standards.

Finally, the framework allows for the **total or partial sale of receivables**, offering flexibility in portfolio monetization through direct transfers, secondary market placements, or co-investment arrangements with strategic partners. This capability supports dynamic portfolio management, risk diversification, and capital recycling, enhancing overall financial performance and long-term value creation.



## SEC Governance, Compliance & Integrity

All transactions originated, structured, and executed by ZAMBELLI INTERNATIONAL CONSULTING LLC, in coordination with its affiliated entities, are conducted under a comprehensive, multi-jurisdictional legal and regulatory framework. This framework ensures full compliance with United States federal securities laws, financial regulations, and international best practices, safeguarding investors, counterparties, and stakeholders from legal, operational, and reputational risk.

### 1. U.S. Securities Regulatory Framework (SEC)

All investment structures, offerings, and financial instruments are rigorously evaluated and, where applicable, structured to comply with the following provisions of U.S. securities law:

- Securities Act of 1933: Governs the offer and sale of securities, including registration requirements and exemptions. ZAMBELLI structures offerings to ensure lawful issuance under registration or appropriate exemptions.
- Securities Exchange Act of 1934: Regulates secondary trading markets, disclosure obligations, and anti-fraud provisions, including Rule 10b-5, which prohibits manipulative or deceptive practices in connection with the purchase or sale of securities.
- SEC Rule 144A: Facilitates private resales of securities to Qualified Institutional Buyers (QIBs), ensuring liquidity in private placements without public offering.
- Regulation D (Rules 504, 506(b), 506(c)): Governs private placements to accredited investors, providing flexibility in structuring exempt offerings with strict disclosure and investor qualification standards.
- Regulation S: Provides a framework for offshore offerings, enabling issuers to raise capital outside the United States without triggering SEC registration, while ensuring compliance with anti-fraud rules.
- Rule 144: Governs the public resale of restricted and control securities, ensuring orderly market practices and proper holding periods.
- Regulation A+ (Tier 1 and Tier 2): Allows for mini-public offerings with streamlined disclosure and reporting requirements, enabling access to a broader investor base while maintaining SEC oversight.
- Investment Company Act of 1940: Structures investment vehicles in compliance with the Act, including exemptions under Sections 3(c)(1) and 3(c)(7) for private investment funds, ensuring that offerings are limited to qualified purchasers or accredited investors while avoiding undue regulatory exposure.

### Compliance, Governance, and Risk Integrity

- Financial Crimes Compliance – FinCEN & U.S. Treasury

All operations adhere strictly to the regulatory framework established by the Financial Crimes Enforcement Network (FinCEN) under the U.S. Department of the Treasury, including:

The Bank Secrecy Act (BSA) – 31 U.S.C. § 5311 et seq., establishing AML recordkeeping and reporting obligations

The USA PATRIOT Act (Title III), strengthening AML and counter-terrorist financing controls

Customer Identification Program (CIP) requirements

Know Your Customer (KYC) and Enhanced Due Diligence (EDD) protocols

Ongoing transaction monitoring and suspicious activity reporting (SARs)

Compliance with Office of Foreign Assets Control (OFAC) sanctions programs and screening requirements

Adherence to FinCEN guidance on virtual assets and digital securities, where tokenization structures are implemented

ZAMBELLI' INTERNATIONAL CONSULTING LLC s compliance architecture extends beyond SEC mandates to incorporate:

- Internal control frameworks ensuring proper segregation of duties, audit trails, and independent verification of transactions.
- Enhanced due diligence (EDD) and Know Your Customer (KYC) procedures, in line with FinCEN, AML, and counter-terrorist financing regulations.
- Corporate governance policies, including oversight by a dedicated Compliance Committee, risk management protocols, and adherence to fiduciary duties.
- Documentation and reporting standards aligned with both SEC and international financial reporting requirements, including IFRS and U.S. GAAP.
- Continuous monitoring of market, counterparty, and jurisdictional risks to ensure transactions are executed in full legal compliance and with enforceable rights.

This framework ensures that all offerings, securitizations, structured finance instruments, and capital deployments are legally robust, ethically sound, and fully compliant, providing institutional investors with confidence in asset quality, enforceability, and regulatory integrity across multiple jurisdictions.



## Core Risk, Legal & Operational Controls

In addition to strict regulatory compliance, all transactions executed by **ZAMBELLI INTERNATIONAL CONSULTING LLC** and its affiliated entities are governed by a **multi-layered risk, legal, and operational control framework** designed to safeguard investors, counterparties, and the integrity of underlying assets. Key components of this framework include:

- **Comprehensive Chain of Title Verification:** Every receivable, indemnity claim, or asset-backed instrument undergoes rigorous verification to confirm **legal ownership, enforceability, and absence of competing claims**, ensuring that all assets can be monetized, securitized, or used as collateral without dispute.
- **Independent Validation of Fund Origin:** Lawful source of funds is confirmed through robust **anti-money laundering (AML), counter-terrorist financing (CTF), and compliance checks** in alignment with **FinCEN, FATF, and international standards**, guaranteeing integrity and traceability of all capital flows.
- **Institutional-Grade Risk Management:** Risk assessment and mitigation strategies are aligned with **global best practices**, including **Basel III principles**, portfolio stress testing, and scenario analysis, providing oversight across credit, market, operational, and counterparty risks.
- **Legal Structuring under Delaware Law:** All corporate and securitization vehicles are structured in compliance with **Delaware General Corporation Law (DGCL)**, incorporating provisions for **creditor protection, bankruptcy remoteness, and enforceability**, particularly in SPVs used for **asset-backed lending (ABL) or asset-backed securities (ABS)**.
- **Confidentiality, Data Protection, and Fiduciary Obligations:** Operations adhere to strict **GDPR, UK ICO standards, and international privacy frameworks**, ensuring secure handling of sensitive investor, counterparty, and transactional data.

## Institutional Integrity & Execution Standards

ZAMBELLI INTERNATIONAL CONSULTING LLC's operational philosophy emphasizes **transparency, accountability, and fiduciary responsibility**:

- **Transparency and Auditability:** All financial data, assumptions, and models are fully documented, auditable, and verified to ensure **clarity for investors, regulators, and partners**.
- **Confidentiality and Data Security:** Policies comply with **GDPR, UK ICO regulations, and international best practices**, ensuring robust protection of proprietary and investor information.
- **Fiduciary Responsibility:** The firm maintains the highest standards of **ethical, legal, and financial responsibility** toward investors, strategic partners, and stakeholders.
- **Institutional-Grade Execution:** Transactions are executed with the **discipline, rigor, and operational excellence** characteristic of global investment banks and leading structured finance platforms, ensuring **efficient, compliant, and reliable delivery** of all services.

Strategic Intent

# A Mandate Built on Verifiable Assets



Zambelli International Consulting LLC formally declares its strategic intent to engage in a comprehensive suite of structured financial operations across domestic and international markets.

→ **Securitisation & Monetisation**

Transformation of receivables into tradeable financial instruments

→ **Tokenisation**

Digital representation of asset-backed positions on regulated frameworks

→ **ABS Issuance & Placement**

Structured placement of asset-backed securities in target markets



#### 4. Strategic Monetization and Securitization Framework

ZAMBELLI INTERNATIONAL CONSULTING LLC is actively implementing and evaluating **institutional-grade monetization strategies** designed to optimize liquidity, risk mitigation, and yield generation for investors, while ensuring full compliance with **Delaware statutory requirements, U.S. federal securities laws, and international best practices**. The portfolio's structure enables multiple avenues for capital deployment and asset realization, including:

- **Portfolio Securitization via Delaware Statutory Trusts (DSTs) and Special Purpose Vehicles (SPVs):** Receivables and indemnity claims may be transferred to legally separate entities or trusts, ensuring **bankruptcy remoteness, creditor protection, and enforceability**. These vehicles are structured to issue **asset-backed securities (ABS)** to institutional investors while maintaining **compliance with SEC registration or exemption requirements (Reg D, Rule 144A, Regulation S, etc.)**.
- **Asset-Backed Lending (ABL) Structures:** Portions of the portfolio may serve as **collateral for structured financing**, providing leveraged liquidity to fund further investments or working capital. All lending arrangements are underpinned by **rigorous legal documentation, due diligence, and enforceable security interests** in accordance with **Delaware UCC Article 9** and federal regulations.
- **Tokenization of Real World Assets (RWA):** Selected receivables and securitized assets may be **digitally represented as compliant security tokens** on blockchain or distributed ledger platforms. This enables **fractional ownership, secondary market trading, and enhanced liquidity**, while remaining fully aligned with **SEC guidance, FinCEN compliance, and anti-fraud obligations**.
- **Partial or Total Sale of Portfolio Tranches:** Strategic divestment opportunities allow **accredited investors and institutional partners** to acquire specific tranches or subsets of the portfolio. These transactions are executed with **full legal enforceability, verified chain-of-title, and institutional-grade documentation**, ensuring that all sales comply with **Delaware corporate law, SEC rules, and international investor protections**.

These monetization and securitization strategies are implemented within a **rigorous governance, compliance, and risk management framework**, ensuring that all transactions are **transparent, auditable, and operationally secure**, while providing investors with **predictable yields, principal protection, and scalable participation opportunities** across global markets.

## Tokenization of Real World Assets (RWA)

**Tokenization** represents a key strategic component of **ZAMBELLI INTERNATIONAL CONSULTING LLC's** monetization framework, enabling **digitally represented ownership of securitized receivables, indemnity claims, and other Real World Assets (RWA)**. This approach leverages **distributed ledger technology (DLT) or blockchain platforms** to provide **fractional ownership, enhanced liquidity, and secure transferability**, while maintaining strict compliance with **U.S. and international financial regulations**.

### Key Features and Benefits

- **Fractionalization:** Large-scale receivables and securitized portfolios can be divided into smaller, tradeable digital units, allowing participation by multiple accredited or institutional investors.
- **Enhanced Liquidity:** Tokenized assets can be traded or transferred efficiently, expanding market access and secondary market potential.
- **Compliance & Enforcement:** Each token represents a legally recognized claim, fully supported by **chain-of-title verification, enforceable contractual rights, and Delaware statutory frameworks**. Structures comply with **SEC regulations (Reg D, Rule 144A, Regulation S), anti-money laundering (AML), FinCEN guidance, and international best practices**.
- **Programmable Features:** Smart contracts can automate **interest payments, principal redemptions, reporting, and compliance verification**, reducing operational risk and enhancing transparency.

### Regulatory and Legal Framework

Tokenization initiatives are structured to ensure:

- Full compliance with **Delaware corporate law**, including the use of **SPVs or DSTs** for bankruptcy remoteness and creditor protection.
- Adherence to **U.S. securities laws** governing private placements, resale restrictions, and investor eligibility.
- Alignment with **international regulatory frameworks** for cross-border capital flows, digital asset transactions, and fiduciary duties.

### Strategic Objective

Tokenization allows ZAMBELLI to **unlock liquidity from traditionally illiquid receivables**, providing investors with **secure, auditable, and scalable exposure** to high-quality Real World Assets. It complements **ABL, ABS, and direct sale structures**, forming an integrated, flexible, and future-proof monetization platform suitable for global institutional capital deployment.

## ABS, Issuance & Placement

**Asset-Backed Securities (ABS)** represent a cornerstone of **ZAMBELLI INTERNATIONAL CONSULTING LLC's** strategic monetization framework, allowing the **conversion of sovereign and private receivables, indemnity claims, and other financial assets into tradable securities**. These structures provide **institutional investors with predictable cash flows, enhanced liquidity, and legally enforceable claims**, while supporting scalable capital deployment across global markets.

### Issuance Framework

- **Delaware SPV/DST Structures:** Receivables are transferred to **Special Purpose Vehicles (SPVs)** or **Delaware Statutory Trusts (DSTs)** to achieve **bankruptcy remoteness, creditor protection, and enforceability**. These entities issue ABS backed by the portfolio, ensuring legal and operational separation from ZAMBELLI's corporate balance sheet.
- **Legal & Regulatory Compliance:** Issuances are structured in full compliance with **Delaware corporate law, U.S. Securities Act of 1933 and 1934, SEC rules (Reg D, Rule 144A, Regulation S), and federal anti-fraud statutes**, as well as **international standards for cross-border securities**.
- **Documentation & Due Diligence:** Each ABS issuance is supported by **independent audits, chain-of-title verification, and verification of lawful fund origin**, ensuring **investor protection, transparency, and enforceable rights**.

### Placement Strategy

- **Targeted Institutional Distribution:** ABS are offered primarily to **Qualified Institutional Buyers (QIBs), accredited investors, and strategic institutional partners**, leveraging **Rule 144A, Reg D, and Regulation S frameworks** for both domestic and offshore placements.
- **Tranche Structuring & Credit Enhancement:** Securities may be structured in **senior, mezzanine, and junior tranches**, with options for **credit enhancement, reserve accounts, and insurance wraps** to optimize risk-adjusted returns.
- **Liquidity & Secondary Market Access:** Tokenization or digital representation of ABS can facilitate **secondary market trading**, enhancing liquidity for investors while maintaining full legal compliance and enforceability.

### Strategic Objective

The ABS issuance and placement framework allows **ZAMBELLI INTERNATIONAL CONSULTING LLC's** to **monetize receivables efficiently, provide predictable income streams, and attract institutional capital**, all within a **robust legal, fiduciary, and operational framework**. By combining **traditional ABS structures, tokenization, and targeted placement strategies**, the platform delivers **scalable, secure, and high-yield investment opportunities** suitable for global institutional investors.



# Sovereign & Institutional Engagement

Beyond conventional securitisation, the mandate encompasses active participation in **sovereign asset-based lending frameworks** — enabling structured collaboration with sovereign wealth funds, multilateral institutions, and senior finance counterparties operating under international best practices.

## Sovereign & Institutional Engagement

Beyond conventional securitization, **ZAMBELLI INTERNATIONAL CONSULTING LLC** actively engages in **sovereign asset-based lending (ABL) and institutional collaboration frameworks**, facilitating structured partnerships with **sovereign wealth funds, multilateral development banks, and senior institutional finance counterparties**. These engagements are designed to maximize **capital efficiency, risk mitigation, and cross-border compliance**, while adhering to **international best practices in structured finance and investment governance**.

Key aspects of this approach include:

- **Structured Collaboration with Sovereign Entities:** Leveraging receivables and indemnity claims as **collateral or monetizable instruments** to provide liquidity solutions, co-investment opportunities, and structured lending arrangements.
- **Engagement with Multilateral Institutions:** Coordination with entities such as **World Bank-affiliated funds, regional development banks, and international finance agencies**, ensuring alignment with **global standards, fiduciary responsibility, and ESG/sustainability mandates**.
- **Institutional Counterparty Frameworks:** Transactions are executed under **legally binding agreements, robust due diligence, and enforceable documentation**, compliant with **Delaware corporate law, U.S. federal securities laws, and international regulatory frameworks**.
- **Risk-Adjusted Structuring:** All engagements incorporate **credit enhancement, collateral optimization, and scenario-based risk management**, ensuring that exposures remain secure, transparent, and predictable.
- **Strategic Objective:** These sovereign and institutional partnerships enable **diversified capital mobilization, institutional-grade yield generation, and scalable global deployment**, while maintaining full compliance with **multi-jurisdictional legal, regulatory, and fiduciary standards**.

This framework positions ZAMBELLI to serve as a **trusted intermediary between global capital markets and sovereign or institutional counterparties**, creating opportunities for **structured finance, monetization of real-world assets, and impact-driven investment solutions** across multiple jurisdictions.

# The Receivables Portfolio



### Legitimately Originated

All receivables are duly originated through verifiable contractual relationships and formal commercial engagements



### Audited & Certified

Each asset class undergoes independent audit and certification prior to inclusion in any structured transaction



### Documented & Traceable

Supported by comprehensive financial records, contractual documentation, and full chain-of-title evidence



### Compliance-Controlled

Structured in accordance with applicable regulatory standards and international financial best practices

The Receivables Portfolio represents the foundation of ZAMBELLI INTERNATIONAL CONSULTING LLC's monetization and structured finance initiatives, encompassing sovereign receivables, private receivables, and indemnity claims. All assets are carefully selected, verified, and structured to ensure legality, enforceability, and investor confidence.

#### 1. Legitimately Originated

Every receivable within the portfolio is legitimately originated through verifiable contractual relationships, commercial agreements, and fiduciary arrangements. Each transaction is supported by formal documentation, confirming both the authenticity of the receivable and the lawful origin of funds, in strict compliance with U.S. federal law, Delaware statutory requirements, and international financial regulations.

#### 1. Audited & Certified

All assets undergo independent audits and professional certification prior to inclusion in any structured transaction, securitization, or tokenization framework. These audits are performed by U.S.-licensed Certified Public Accountants (CPAs) in accordance with U.S. GAAP, IFRS, SSARS, and AICPA standards, ensuring that each receivable meets institutional-grade standards for valuation, enforceability, and financial integrity.

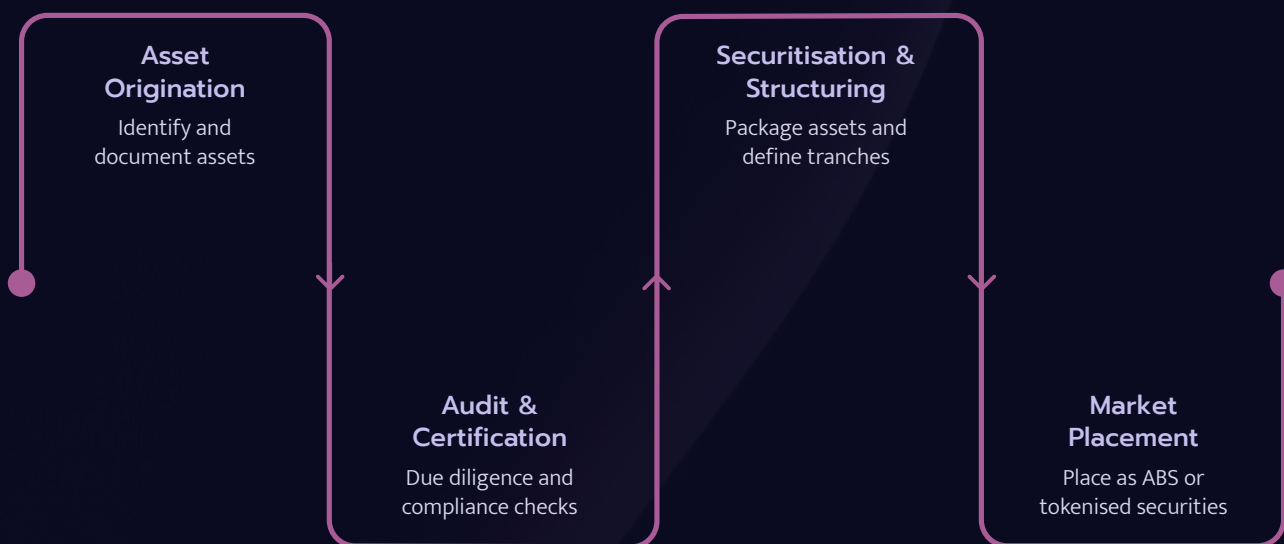
#### 1. Documented & Traceable

Each asset is fully documented and traceable, supported by comprehensive financial records, executed contracts, and verified chain-of-title evidence. This documentation ensures full legal enforceability, auditability, and transparency, allowing investors, counterparties, and regulatory authorities to verify both ownership and contractual rights.

#### 1. Compliance-Controlled

The portfolio is structured and maintained under rigorous compliance protocols, aligned with SEC regulations, FinCEN guidance, and international anti-money laundering (AML) frameworks. All assets are processed in accordance with Delaware corporate law, federal securities law, and international best practices, ensuring that the portfolio is fully compliant, operationally secure, and suitable for securitization, tokenization, asset-backed lending, or selective sale.

# Structured Finance Operations



## Domestic Markets

Primary jurisdiction structuring and issuance

## International Markets

Cross-border ABS placement and sovereign frameworks

## Tokenisation Layer

Digital asset representation on regulated platforms

Each transaction stage is governed by rigorous compliance controls, ensuring transparency and regulatory alignment from origination through to final placement.

### Transaction Architecture

### Structured Finance Operations

Each stage of ZAMBELLI INTERNATIONAL CONSULTING LLC's transactions is governed by **rigorous compliance, legal, and operational controls**, ensuring full **transparency, auditability, and regulatory alignment** from **asset origination through securitization, tokenization, and final placement**. All structured finance operations adhere to:

- **Delaware corporate law** for SPV and DST structures, ensuring **bankruptcy remoteness, creditor protection, and enforceability**.
- **U.S. federal securities laws**, including **SEC registration and exemption frameworks** (Reg D, Rule 144A, Regulation S, Rule 144), ensuring lawful issuance and resale of securities.
- **International financial standards**, including **IFRS, U.S. GAAP, AML/KYC compliance, and cross-border regulatory alignment**, enabling global deployment.

### Domestic Markets

Within the primary jurisdiction (United States/Delaware), all transactions are structured and executed under **domestic regulatory oversight**. This includes:

- **Issuance of ABS or tokenized assets** through Delaware SPVs or DSTs.
- **Asset-backed lending structures**, secured by receivables and indemnity claims.
- **Private placement and limited offering compliance** for accredited investors and institutional counterparties.

### International Markets

For cross-border deployment, the architecture accommodates **international ABS placement, sovereign asset-backed lending, and institutional partnerships**, while maintaining:

- **Compliance with host-country laws and international investment standards**.
- **Structured collaboration with multilateral institutions, sovereign wealth funds, and global investment banks**.
- **Risk mitigation and enforceability** in multiple jurisdictions through **legal structuring, credit enhancement, and verified chain-of-title**.

### Tokenization Layer

A **digital asset layer** is incorporated to enhance liquidity and accessibility:

- **Receivables and ABS are represented as compliant security tokens** on regulated blockchain or distributed ledger platforms.
- **Smart contracts automate payment streams, principal redemptions, and compliance reporting**, reducing operational risk.
- **Fractional ownership and secondary market trading** enable global investors to participate efficiently while ensuring **legal enforceability and alignment with SEC, FinCEN, and international AML standards**.

**Strategic Objective:** This **multi-layered transaction architecture** ensures that every structured finance transaction is **legally sound, auditable, scalable, and globally compliant**, providing institutional investors with **transparent, secure, and high-yield participation opportunities** in both domestic and international markets.

# Regulatory Alignment at Every Level

All structured operations are designed and executed in strict conformity with applicable domestic and international regulatory standards. Governance controls are embedded throughout the asset lifecycle — from origination to final settlement.



## Applicable Regulatory Standards

Full alignment with jurisdiction-specific securities, banking, and AML/KYC frameworks

## International Best Practices

Adherence to IOSCO, Basel, and relevant sovereign lending guidelines

### Compliance & Governance

#### Regulatory Alignment at Every Level

All structured finance operations conducted by **ZAMBELLI INTERNATIONAL CONSULTING LLC** are designed, executed, and continuously monitored in **strict conformity with applicable domestic and international regulatory standards**. Governance controls are embedded at **every stage of the asset lifecycle** — from **origination, due diligence, and structuring, to securitization, tokenization, and final placement** — ensuring full transparency, accountability, and enforceability.

These controls include:

- **Independent auditing and certification** of receivables and claims.
- **Rigorous chain-of-title verification** and validation of lawful fund origin.
- **Internal compliance committees and reporting protocols** for operational oversight.
- **Continuous monitoring for regulatory, counterparty, and jurisdictional risks.**

#### Applicable Regulatory Standards

ZAMBELLI ensures **full alignment with all jurisdiction-specific regulations**, including:

- **U.S. Securities Laws** (Securities Act of 1933, Securities Exchange Act of 1934, SEC Rule 144A, Reg D, Regulation S) for compliant issuance and resale.
- **Delaware corporate and trust law**, including SPV/DST formation for bankruptcy remoteness and creditor protection.
- **AML/KYC frameworks**, including **FinCEN guidance and international anti-money laundering standards.**
- **Banking and fiduciary regulations**, ensuring structured finance instruments comply with legal and prudential requirements.

#### International Best Practices

All operations adhere to globally recognized standards, including:

- **International Organization of Securities Commissions (IOSCO)** principles for investor protection, market integrity, and transparency.
- **Basel III capital adequacy and risk management guidelines**, where applicable for structured finance and lending operations.
- **Sovereign lending and multilateral finance standards**, ensuring alignment with development banks, sovereign wealth funds, and global institutional partners.

**Strategic Objective:** By embedding these compliance and governance principles, ZAMBELLI ensures that all **transactions are legally enforceable, operationally sound, and ethically conducted**, providing institutional investors with **confidence, transparency, and predictable risk-adjusted returns** across domestic and international markets.

## Investment Proposition

# Why ZAMBELLI INTERNATIONAL CONSULTING LLC



### Asset Quality

Exclusively audited, certified receivables with verifiable contractual backing and full documentation trails

### Sovereign-Grade Structuring

Participation in sovereign asset-based lending frameworks, elevating counterparty calibre and transaction credibility

### Multi-Instrument Flexibility

ABS issuance, tokenised securities, and monetisation structures tailored to institutional investor requirements

## Investment Proposition

### Why ZAMBELLI INTERNATIONAL CONSULTING LLC

ZAMBELLI INTERNATIONAL CONSULTING LLC brings **over 25 years of proven experience in international legal, economic, and financial advisory**, with a **demonstrable track record of successfully structuring, managing, and deploying capital across public and private markets**. The firm currently oversees an **Assets Under Management (AUM) exceeding USD 972,000,000,000**, reflecting its capacity to operate at the **highest institutional level with multi-jurisdictional compliance, governance, and fiduciary integrity**.

Investors and strategic partners benefit from ZAMBELLI's **deep expertise in complex cross-border transactions**, including structured finance, asset-backed lending (ABL), securitization (ABS), and tokenization of Real World Assets (RWA), all executed within **robust regulatory frameworks under Delaware law, U.S. federal law, and international best practices**.

### Asset Quality

The portfolio consists exclusively of **audited, certified receivables with verifiable contractual backing** and comprehensive documentation trails. Each asset undergoes **independent verification, legal review, and compliance checks**, ensuring enforceability, traceability, and absence of competing claims. This high-quality foundation provides investors with **confidence in principal protection, predictable cash flows, and institutional-grade security**.

### Sovereign-Grade Structuring

ZAMBELLI structures select transactions within **sovereign asset-based lending frameworks**, engaging with **sovereign wealth funds, multilateral institutions, and senior finance counterparties**. This approach elevates **counterparty calibre, mitigates risk exposure, and enhances the credibility of all transactions**, making the portfolio suitable for **institutional-grade capital deployment**.

### Multi-Instrument Flexibility

The investment proposition offers **tailored monetization structures** to meet diverse institutional requirements, including:

- **ABS issuance** through Delaware SPVs or DSTs, with bankruptcy remoteness and credit enhancement.
- **Tokenized securities**, providing fractional ownership, enhanced liquidity, and secure transferability on regulated platforms.
- **Direct or structured monetization**, including total or partial sale of portfolio tranches, leveraged asset-backed lending, and blended finance arrangements.

**Strategic Objective:** By combining **institutional experience, sovereign-grade structuring, high-quality assets, and multi-instrument flexibility**, ZAMBELLI INTERNATIONAL CONSULTING LLC provides investors with a **secure, scalable, and high-yield investment platform**, uniquely positioned for global capital deployment and structured finance initiatives.

# A Strategic Opportunity in Structured Finance

Zambelli International Consulting LLC combines rigorous asset governance with sophisticated structuring capabilities — positioning this mandate as a credible, compliance-anchored gateway to high-quality receivables-backed investments in both domestic and international markets.

## 100%

### Audited Assets

Every receivable independently certified prior to structuring

## 4

### Instrument Types

ABS, tokenised securities, Securitization and sovereign lending structures

## 2

### Market Scopes

Domestic and international placement capability

#### A Strategic Opportunity in Structured Finance

ZAMBELLI INTERNATIONAL CONSULTING LLC offers a **highly credible, compliance-driven gateway** for institutional investors seeking exposure to **receivables-backed investments** across both domestic and international markets. By combining **rigorous asset governance, independent certification, and sophisticated structuring capabilities**, the firm ensures that all transactions are **legally enforceable, auditable, and operationally secure**.

#### Audited Assets

Every receivable within the portfolio undergoes **independent audit and certification** prior to inclusion in any structured transaction. This ensures:

- **Verified contractual backing and lawful fund origin**
- **Traceable chain-of-title and enforceable legal claims**
- **Compliance with U.S. federal law, Delaware corporate statutes, and international regulatory standards**

#### Instrument Types

ZAMBELLI provides **multi-instrument flexibility**, enabling investors to access diverse structured finance vehicles, including:

- **Asset-Backed Securities (ABS)** issued via Delaware SPVs or DSTs, with bankruptcy remoteness and credit enhancement features
- **Tokenized securities**, representing digital ownership of real-world receivables for fractional participation and secondary market liquidity
- **Traditional and structured securitization**, facilitating monetization of portfolio tranches
- **Sovereign asset-based lending frameworks**, engaging multilateral institutions and sovereign counterparties to elevate transaction credibility

#### Market Scopes

The platform is designed for **broad market reach**, providing both **domestic and international placement capabilities**:

- Domestic placements comply with **SEC rules (Reg D, Rule 144A, Regulation S)** and Delaware statutory requirements
- International placements leverage **cross-border regulatory alignment, sovereign lending standards, and institutional-grade due diligence**
- Multi-jurisdictional operations ensure **transparent, auditable, and scalable deployment of institutional capital**

**Strategic Objective:** By combining **audited assets, multi-instrument flexibility, and global placement capabilities**, ZAMBELLI INTERNATIONAL CONSULTING LLC positions this mandate as a **high-integrity, scalable, and yield-driven structured finance opportunity**, uniquely suited for **institutional investors seeking legally enforceable and high-quality receivables-backed exposure**.

Transaction Execution and Investor Engagement Engagement with investors follows a structured process including:

- Secure virtual data room access;
- Full due diligence support;
- Legal documentation compliant with Delaware law for SPVs, security interests, and escrow arrangements;
- Coordination with cross-border legal and tax counsel for international participants.

Investors are offered full transparency, legal certainty, and tailored structures for strategic participation in total or partial portfolio acquisitions.

Strategic Outlook and Closing Remarks The ZABELLI INTERNATIONAL CONSULTING LLC and WISE UNIVERSAL GROUP Holding Company portfolio represents a unique institutional opportunity:

- Total aggregate face value: USD 235,968,006,460.19 (Two hundred thirty-five billion nine hundred sixty-eight million six thousand four hundred sixty United States dollars and nineteen cents);
- Estimated annual accrual: USD 21,237,120,581.42 (Twenty-one billion two hundred thirty seven million one hundred twenty thousand five hundred eighty-one United States dollars and forty-two cents);
- Diversified sovereign and private receivables with fully auditable and enforceable legal claims;
- Flexible monetization via securitization, asset-backed lending, tokenization, and partial or total portfolio sales; • Structuring fully compliant with Delaware law, U.S. federal securities law, and international regulatory standards.

This framework ensures that investors access audited, legally enforceable, and institutionally structured instruments capable of delivering robust, transparent, and predictable yields within a fully compliant global investment framework.

Target Investor & Lender Profile ZABELLI INTERNATIONAL CONSULTING LLC and WISE UNIVERSAL GROUP Holding Company actively seek engagement with institutional-grade investors and financiers with a strategic focus on Real World Assets (RWA), structured finance, and sovereign-asset-backed portfolios.

Our mandate is aligned with globally recognized institutions capable of participating in high-value, legally structured investment vehicles, including securitization, monetization, and tokenization of diversified receivables and indemnity claims. Primary Investor Segments

1. Sovereign Wealth Funds (SWFs) We target premium, globally active sovereign investors with significant assets under management (AUM), including but not limited to:
  - o United States: Government Pension Fund of the United States, U.S. Treasury Strategic Investment Programs
  - o United Kingdom: UK Government Investment Fund, British Treasury Investment Vehicles
  - o United Arab Emirates: Abu Dhabi Investment Authority (ADIA), Mubadala Investment Company
  - o Singapore: GIC Private Limited, Temasek Holdings
  - o Europe: Norges Bank Investment Management, Qatar Investment Authority, Swiss National Bank Investment DivisionIn total, our engagement framework targets 25 of the world's largest and most influential SWFs, selected for:
  - o Extensive global investment footprint
  - o Demonstrated capability to deploy capital in structured, cross-border asset classes
  - o Strong adherence to regulatory and compliance standards
2. Family Offices & Ultra-High-Net-Worth Investors (UHNWIs) In parallel, we selectively engage with 25 prominent Family Offices recognized for their global influence, strategic capital deployment, and multi-generational wealth stewardship. These investors are characterized by:
  - o Significant discretionary capital for opportunistic allocations in structured finance, tokenized real assets, and private debt portfolios
  - o A history of participation in high-yield, fully documented, and legally verified investments
  - o Active cross-jurisdictional operations, with a focus on North America, Europe, Middle East, and Asia-PacificStrategic Rationale

Our targeted investors are chosen for their ability to:

- Commit to multi-billion-dollar portfolios, including sovereign and quasi-sovereign receivables
- Participate in digitally compliant, legally securitized structures, with full due diligence and verification under U.S., U.K., and EU law
- Support long-term, value-driven asset growth, while maintaining adherence to AML, KYC, and ESG standards

Exclusive Investment Positioning All engagements are limited, confidential, and structured to:

- Preserve capital integrity and portfolio exclusivity
- Ensure compliance with Delaware, U.S. federal, and international securities regulations
- Enable institutional participation in highly auditable, risk-adjusted, sovereign-asset backed portfolios

This approach ensures that only globally recognized, capable, and compliant investors are considered, providing both security and strategic alignment for the portfolio's ongoing growth and monetization initiatives.

### Strategic Rationale & Exclusive Investment Positioning

#### Strategic Rationale

ZABELLI INTERNATIONAL CONSULTING LLC targets **institutional and sovereign investors** uniquely positioned to contribute to **high-value, multi-billion-dollar portfolios**, including **sovereign and quasi-sovereign receivables**. Our selection criteria focus on partners capable of:

- **Committing substantial capital** to long-term structured finance initiatives while leveraging high-quality, legally enforceable receivables.
- **Participating in digitally compliant, securitized structures**, including **tokenized Real World Assets (RWA), ABS issuance, and SPV/DST frameworks**, all structured under **U.S., U.K., and EU legal and regulatory regimes**.
- **Supporting sustainable, value-driven asset growth**, while adhering to **AML, KYC, ESG, and international fiduciary standards**, ensuring that every transaction meets rigorous compliance and governance benchmarks.

#### Exclusive Investment Positioning

The mandate offers **institutional-grade exclusivity**, providing investors with:

- **Priority access to high-quality, audited receivables-backed portfolios**, with full documentation, enforceable chain-of-title, and verified lawful fund origin.
- **Tailored participation options**, including **anchor investor commitments, co-sponsorship, tranche-based acquisition, and tokenized or ABS structures**, designed to align with investor mandates and risk appetites.
- **Sovereign and quasi-sovereign engagement frameworks**, enabling participation in **asset-backed lending and cross-border monetization opportunities** that are typically unavailable to conventional investors.
- **Scalable and compliant deployment of capital**, leveraging advanced structuring capabilities to balance **yield optimization, risk management, and operational transparency**.

**Strategic Objective:** By combining **exclusive access, regulatory compliance, and institutional-grade structuring**, ZABELLI provides investors with a **secured, high-yield, and globally scalable platform**, designed to deliver **predictable returns and long-term value creation** in both domestic and international markets.

#### Strategic Objectives: Capitalization and Central Bank Reserves Enhancement

ZABELLI INTERNATIONAL CONSULTING LLC leverages its **diversified receivables portfolio and structured finance capabilities** to achieve multiple strategic objectives for institutional and sovereign partners:

1. **Enhancement of Central Bank Reserves**
  - o Structured monetization and securitization of sovereign and quasi-sovereign receivables can **augment central bank liquidity**, strengthening balance sheets and supporting macroeconomic stability.
  - o Engagement frameworks with **multilateral institutions and sovereign counterparties** ensure that capital inflows are legally compliant and credit-enhanced, providing **sovereign-grade reliability**.
2. **Access to Financing**
  - o Through **asset-backed lending (ABL), ABS issuance, and tokenization**, institutional partners can secure **capital and financing** against high-quality, legally certified receivables.
  - o Structured financing solutions facilitate **cost-efficient leverage** for public and private projects, enabling **capital deployment without undue risk exposure**.
3. **Capitalization of Project Gains**
  - o Revenue streams generated from securitized or tokenized assets can be **reinvested into operational projects**, accelerating growth and compounding returns.
  - o Transparent governance, independent auditing, and regulatory compliance ensure that **profits are legally enforceable, verifiable, and efficiently allocated** for long-term value creation.

**Strategic Outcome:** By combining **receivables monetization, institutional-grade securitization, and sovereign engagement frameworks**, ZABELLI provides a platform that **enhances central bank reserves, unlocks financing, and maximizes the capitalization of project returns**, delivering both **macro-financial impact and sustainable investor yields**.

All engagements are limited, confidential, and structured to:

- Preserve capital integrity and portfolio exclusivity
- Ensure compliance with Delaware, U.S. federal, and international securities regulations

- Enable institutional participation in highly auditable, risk-adjusted, sovereign-asset backed portfolios

This approach ensures that only globally recognized, capable, and compliant investors are considered, providing both security and strategic alignment for the portfolio's ongoing growth and monetization initiatives.

## Conflict of Interest and Global Due Diligence Compliance

Please be advised that ZAMBELLI INTERNATIONAL CONSULTING LLC maintains a rigorous compliance and due diligence framework designed to prevent conflicts of interest, ensure full adherence to international legal standards, and mitigate exposure to jurisdictions with ongoing or potential judicial, regulatory, or political risks. Jurisdictional Exclusions Effective 21 April 2025, following comprehensive internal compliance reviews, risk assessments, and conflict-of-interest evaluations, ZAMBELLI INTERNATIONAL CONSULTING LLC has formally excluded the following jurisdictions from all business engagements, investments, or financial negotiations:

- • People's Republic of China – exclusion effective post-COVID-19
- • Argentina
- • France
- • Switzerland
- • Islamic Republic of Iran
- • State of Libya
- • Kingdom of Bahrain

These exclusions reflect our proactive adherence to:

- • International anti-corruption, anti-bribery, and anti-money laundering frameworks (FATF, USA PATRIOT Act, UK Bribery Act, EU AML Directives)
- • Due diligence obligations under global investment and asset management standards
- • Corporate governance and risk management policies ensuring ethical, legally compliant operations across all territories Operational and Legal Rationale  
This policy ensures that no engagement, transaction, or negotiation is undertaken where:
  - • A conflict of interest exists between parties, shareholders, or clients
  - • Judicial or regulatory processes may invalidate contracts, restrict capital flows, or impose sanctions
- • International due diligence requirements cannot be fully satisfied Enforcement Non-compliance with this mandate is strictly prohibited.

All employees, officers, and external advisors are bound to certify adherence to these exclusions prior to initiating any business discussions or contractual negotiations.

Breaches may result in immediate suspension of engagement, internal investigation, and potential reporting to relevant authorities. This policy underscores ZAMBELLI INTERNATIONAL CONSULTING LLC's commitment to ethical, transparent, and legally sound operations, ensuring global investors and partners can rely on the integrity and enforceability of all transactions undertaken within our jurisdictional scope.

## A Strategic Partnership Approach

At **ZAMBELLI INTERNATIONAL CONSULTING LLC**, we do not merely originate investment opportunities — we **engineer, structure, and execute complex financial transactions with precision**, ensuring that **investor capital is aligned with legally secured, high-value underlying assets**. Our approach emphasizes **compliance, transparency, and institutional-grade execution**, providing a platform where investors can deploy capital confidently across both domestic and international markets.

## Institutional Partner Engagement

We actively engage with institutional partners through a **disciplined and confidential onboarding process**, which includes:

1. **Preliminary confidential discussions** to assess strategic alignment and investment objectives.
2. **Execution of a Non-Disclosure Agreement (NDA)** to safeguard proprietary and sensitive information.
3. **Delivery of comprehensive investment memoranda**, financial models, and legal documentation, ensuring full transparency and auditability.
4. **Structuring of bespoke transaction frameworks** tailored to investor mandates, risk tolerance, and regulatory requirements.

## Execution in a Complex Global Landscape

In today's **volatile, highly regulated, and increasingly complex financial environment**, institutional success relies on **access to verified assets, rigorous compliance, and disciplined execution**. **ZAMBELLI INTERNATIONAL CONSULTING LLC** ensures that every transaction is structured and managed to meet these imperatives, providing:

- **Audited and legally enforceable asset portfolios**, verified through independent CPAs and compliance frameworks.
- **Advanced structuring capabilities**, including **ABS issuance, securitization, tokenization of Real World Assets (RWA), and sovereign asset-based lending frameworks**.
- **Full regulatory alignment** with **SEC, FinCEN, Delaware law, and international financial standards**, mitigating legal, operational, and counterparty risk.

## Strategic Objective

This is **not merely an investment opportunity** — it is a **partnership platform**. Institutional partners gain **scalable, compliant, and high-yield exposure** to verified, high-quality receivables-backed assets, supported by **robust governance, fiduciary responsibility, and global deployment capability**. Through this approach, **ZAMBELLI INTERNATIONAL CONSULTING LLC** positions investors to achieve **reliable returns, regulatory certainty, and strategic participation in structured finance and capital markets innovation**.

Qualified institutional investors, sovereign counterparties, and senior finance executives are invited to engage directly with the Zambelli International Consulting LLC structuring team to review the receivables portfolio, transaction documentation, and proposed investment terms.

01

## Portfolio Review

Confidential disclosure of audited receivables portfolio and asset-level documentation

02

## Structuring Discussion

Tailored presentation of ABS, tokenisation, or sovereign lending structure options

03

## Due Diligence & Execution

Full compliance-driven due diligence process leading to transaction execution

ZAMBELLI INTERNATIONAL CONSULTING LLC invites qualified institutional investors, sovereign counterparties, and senior finance executives to engage directly with our structured finance and asset management team. This engagement is designed to provide full visibility into the receivables portfolio, transaction frameworks, and investment opportunities, while maintaining the highest standards of confidentiality, compliance, and regulatory alignment.

### 1. Portfolio Review

Investors will receive confidential access to the audited and certified receivables portfolio, including asset-level documentation, chain-of-title verification, and compliance certificates. This review allows participants to assess portfolio quality, enforceability, and yield projections, providing transparency into the foundation of all structured transactions.

### 1. Structuring Discussion

Our team will conduct tailored presentations outlining transaction frameworks that align with investor objectives, including:

ABS issuance via Delaware SPVs or DSTs, with credit enhancement and bankruptcy remoteness

Tokenization of Real World Assets (RWA) for fractional ownership and secondary market liquidity

Sovereign asset-based lending structures, engaging multilateral institutions and sovereign counterparties. These discussions allow investors to customize participation, tranche allocation, and monetization strategies according to mandate and risk appetite.

### 1. Due Diligence & Execution

Following portfolio review and structuring discussions, investors may engage in a full compliance-driven due diligence process, including:

Independent verification of legal enforceability and fund origin

Audit of financial models, projected cash flows, and risk metrics

Regulatory and jurisdictional review to ensure full alignment with SEC, FinCEN, Delaware law, and international standards. Upon successful completion, ZAMBELLI facilitates transaction execution, subscription, or structured participation, ensuring secure, auditable, and legally enforceable deployment of capital.

Strategic Objective: This structured engagement framework enables investors to evaluate, customize, and execute high-quality receivables-backed investments with confidence, leveraging ZAMBELLI's 25+ years of international legal, financial, and structured finance expertise and access to institutional-grade, sovereign-compliant asset portfolios.

**ZAMBELLI INTERNATIONAL CONSULTING LLC** provides a comprehensive suite of advanced financial structuring services:

### **Securitisation**

Transforming illiquid assets into tradable securities.

### **Monetisation**

Unlocking capital from diverse asset portfolios.

### **Tokenisation**

Fractionalising Real World Assets (RWA) for enhanced liquidity.

### **Sovereign Asset-Based Lending**

Tailored financial solutions backed by sovereign assets.

### **ABS Issuance**

Structuring and placement of Asset-Backed Securities.

**Structured. Certified. Investment-Ready.**

We ensure every solution is robustly structured, independently certified, and primed for institutional investment, offering unparalleled security and transparency.

# ZAMBELLI INTERNATIONAL CONSULTING LLC

Securitisation · Monetisation · Tokenisation · Sovereign Asset-Based Lending · ABS Issuance

ZAMBELLI INTERNATIONAL CONSULTING LLC stands as a **structured, certified, and investment-ready platform**, offering institutional investors a **highly disciplined gateway to receivables-backed, high-quality financial assets**. With **over 25 years of international experience**, proven track record in public and private markets, and **Assets Under Management exceeding USD 1,5 Trillion**, ZAMBELLI INTERNATIONAL CONSULTING LLC combines **rigorous governance, legal enforceability, and sophisticated structuring capabilities** to deliver secure, scalable, and high-yield investment opportunities.

The firm's integrated approach spans **securitization, monetization, tokenization, sovereign asset-based lending, and ABS issuance**, providing investors with:

- **Audited and certified asset portfolios**, with verifiable contractual backing and full documentation trails
- **Multi-instrument flexibility**, including SPV/DST securitization, tokenized securities, and tranche-based participation
- **Compliance and governance at every stage**, aligned with SEC, FinCEN, Delaware corporate law, and international regulatory standards
- **Strategic engagement with institutional and sovereign partners**, ensuring credibility, transparency, and optimal risk-adjusted returns

**Strategic Objective:** ZAMBELLI INTERNATIONAL CONSULTING LLC delivers a **trusted, legally compliant, and fully structured investment platform**, enabling institutional and sovereign investors to deploy capital efficiently, access verified high-quality assets, and participate in **globally scalable, auditable, and sustainable structured finance opportunities**.

**Key Capabilities:** Securitisation · Monetisation · Tokenisation · Sovereign Asset-Based Lending · ABS Issuance

**Structured. Certified. Investment-Ready.**

---

For further information and engagement, contact the Zambelli International Consulting LLC structured finance team.

Email : [contact@zambelliinternationalconsultingllc.com](mailto:contact@zambelliinternationalconsultingllc.com)

[info@zambelliconsulting.com](mailto:info@zambelliconsulting.com)

[www.zambelliinternationalconsultingllc.com](http://www.zambelliinternationalconsultingllc.com)

## 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.

### Global Branches / Contact Details:

- U.S. – New York: 140 Broadway, 46th Floor, New York, NY 10005, Tel: +1 (332) 331 8599
- U.S. – Florida: 4830 W Kennedy Blvd #600, Tampa, FL 33609,
- U.K.: 128 City Road, EC1V 2NX, London, Tel: +44 (0) 7471 275 766
- Canada: 1500 W Georgia St, 13th Floor, Vancouver, BC V6G 2Z6, Tel: +1 (778) 819 2072
- BVI: Commerce House, Office Exchange Business Center, Suite 4B, 2nd Floor, Road Town • Monaco – EU HQ: Monte Carlo Sun, 74 Boulevard d'Italie, 98000 Monte-Carlo, Tel: +33 783542701
- Greece: Athens Towers, Leoforos Mesogeion 2-4, 21st Floor, Athina 11527
- Spain: World Trade Centre, Moll de Barcelona, S/N, Edificio Sur – 2nd Floor, Ciutat Vella, 08039
- Luxembourg: 26Bv Royal, Level 5, 2449 Ville-Haute, Tel: +352 333 91134 • Asia-Pacific – Singapore: The Signature, 51 Changi Business Park Central 2, Singapore 486066
- Middle East & Africa – UAE: P.O. Box 767649, 6 Sheikh Fatima bint Mubarak Street, Zone 1E8, Abu Dhabi UAE

Confidentiality Notice: This PDF teaser and its content are intended solely for the specified recipient(s) and contain privileged, confidential, or proprietary information protected under: • U.S. federal and state securities laws (including SEC regulations) • United Kingdom Information Commissioner's Office (ICO) regulations • European Union General Data Protection Regulation (GDPR, Regulation 2016/679) • UAE Trade and Corporate Regulations If you are not the intended recipient, please notify us immediately and permanently delete this document and any copies. Any unauthorized review, dissemination, reproduction, or use of the information contained herein is strictly prohibited and may be subject to civil, criminal, and administrative penalties.

All legal, financial, and economic contracts referenced are binding and signed electronically under recognized international digital certification standards. Please note that communications may be monitored to verify authenticity, ensure compliance, detect unauthorized activity, and protect federal rights of **ZAMBELLI INTERNATIONAL CONSULTING LLC**.

The content of this teaser is solely the responsibility of its authors and does not constitute investment advice, legal counsel, or a binding offer unless expressly stated.

**CONFIDENTIALITY NOTICE – U.S. FEDERAL PROTECTION APPLIES: ZAMBELLI INTERNATIONAL CONSULTING LLC** hereby provides notice that all content, data, and communications hosted or transmitted through this website [WWW.ZAMBELLIINTERNATIONALCONSULTINGLLC.COM](http://WWW.ZAMBELLIINTERNATIONALCONSULTINGLLC.COM) constitute confidential and proprietary information protected under U.S. federal law, including "Original Information" submitted pursuant to the SEC Whistleblower Program under 17 C.F.R. § 240.21F-7 and Section 21F of the Securities Exchange Act of 1934 (15 U.S.C. § 78u-6).

Any unauthorized access, interception, review, duplication, dissemination, or use of such information by any party—**including domestic or foreign governmental authorities, financial institutions, or private entities—is strictly prohibited.**

This information is further protected under the anti-retaliation provisions of the Dodd-Frank Act (15 U.S.C. § 78u-6(h)), and any attempt to interfere with, intimidate, or retaliate against the reporting entity or its representatives may constitute violations of federal criminal statutes, including but not limited to 18 U.S.C. § 1030 (Computer Fraud and Abuse Act), 18 U.S.C. §§ 1341–1343 (Mail and Wire Fraud), 18 U.S.C. §§ 1512–1513 (Witness Tampering and Retaliation), and 18 U.S.C. §§ 1961–1968 (RICO Act). U.S. federal jurisdiction applies extraterritorially to all related conduct involving U.S. financial systems, SEC-regulated activities, or cross-border transactions. Violations may result in criminal prosecution, substantial monetary penalties, and imprisonment. **ZAMBELLI**

**INTERNATIONAL CONSULTING LLC** (United States) together with its affiliated entity **WISE UNIVERSAL GROUP Holding Company (United Kingdom)** is a formal participant in the SEC Whistleblower framework and asserts its full rights to **confidentiality and protection against retaliation** under U.S. federal law and all communications are strictly privileged and confidential; therefore, disclosure, reproduction, or distribution without express written authorization is expressly forbidden.

