# **Convertible Debt Offering**

For Accredited Investors Only
November 18, 2024



## **Investment Overview**

We are launching a new community banking concept, via a bank acquisition, that is digital, national, tech-enabled, and serves a specific demographic: the financially sophisticated, self-directed, mass-affluent individual that is a consumer of financial research. Battle Bank will offer niche-oriented products to serve that community and their associated businesses. Over the last two years, we have built a digital banking platform from the ground up, tailored to the self-directed investor interested in precious metals, foreign currencies and alternative asset investment options.

20 Million+

Investors

70%

Dissatisfied with current bank

15,000+

Prospective Clients on the Waitlist

# Capitalization Strategy\*

- Initial seed rounds totaling \$38 million from accredited investors led by management, Rick Rule, and StarWood Group to build bank platform, policies and procedures.
- Additional \$30 million committed by investors toward additional \$50M pre-opening capital goal.
- Seeking to raise \$10+ million in Convertible Promissory Notes from accredited investors only.

FINANCIAL PROJECTIONS			
\$ in Millions	Year 1	Year 2	Year 3
Cash & Investments	\$100.0	\$83.9	\$79.4
Loans	\$127.0	\$215.5	\$287.1
Deposits	\$194.5	\$266.7	\$328.4
Total Equity	\$57.8	\$53.4	\$54.3
Net Interest Margin	3.50%	4.86%	5.62%
Net Income before Tax	-\$9.91	-\$4.35	\$0.84
Tier 1 Leverage Ratio	13.5%	10.2%	10.0%
Return on Average Assets	-5.55%	-1.49%	0.25%

## **Investment Rationale**

- Scalable Source of Low-Cost Funds Digital banking platform with low-cost marketing and customer acquisition channels.
- Experienced Management Team 30+ years operating similar strategies.
- Differentiated Asset Origination Strategy Unique lending strategies that leverage automation to generate above-average risk-adjusted returns.
- Attractive Customer Base Appeal to well-educated, highincome individuals and small to mid sized businesses.







CURRENCY CDs & DEPOSITS



PRECIOUS METALS



SELF-DIRECTED
IRAs & SOLOKs



SPECIALTY C&I LOANS

# MILESTONES TO LAUNCH Definitive Agreement Executed Oct 2024 Final Capital Raise Nov 2024 - Mar 2025 Anticipated Regulatory Approval Q2 2025 Projected Launch Q2 2025

# **Board & Management**



Rick Rule Board Member



Frank Trotter
Board Member &
CFO Battle Bank



John Berglund Board Member



Marty May
President, Retirement Services



Melissa Larkin CFO, Battle Bank



Jason Coots CMO, Battle Bank

\*Please refer to the Offering Memorandum and Exhibits for any and all details regarding the convertible debt offering. For accredited investors only. Offering is managed by Patrick Capital Markets, LLC.

## **Disclosure**

This promotional flyer is provided for informational purposes only with respect to the start-up operations of Battle Financial, Inc. (the "Company"). The flyer is incomplete without reference to, and should be considered in conjunction with, supplemental information provided by the Company, including the Confidential Offering Memorandum to be separately provided. The information contained herein is not sufficient to make a decision regarding investments in securities of the Company. Prospective investors should consult their own financial and legal advisors about risks associated with investment in a particular issue of securities and the suitability of investing in the securities in light of their particular circumstances. This document is for informational purposes only and is being furnished on a confidential basis to individuals and other potential investors who are accredited investors (as defined in Rule 506 under the Securities Act of 1933, as amended (the "Securities Act")) and qualified institutional buyers (as defined in Rule 144A under the Securities Act). This document is not a prospectus or offering document for any securities. This document does not constitute or form a part of any offer for sale or subscription of or solicitation or invitation of any offer to buy or subscribe for any securities. This document does not contain all the information you should consider before investing in securities of the Company and should not be construed as investment, legal, regulatory or tax advice. Each investor should make such investigations as it deems necessary to arrive at an independent evaluation of an investment in the securities mentioned in this document and should consult its own legal, financial, accounting, regulatory and tax advisors to determine the consequences of such an investment prior to making an investment decision.

These materials are for discussion purposes only and are provided on a confidential basis. The materials may not be disclosed, summarized, disseminated, reproduced, quoted or otherwise without the Company's prior consent. An investment in securities involves certain risks, including possible loss of value.

## **Forward Looking Statements and Financial Projections**

The focused pathway to launch Battle Bank's products is through an acquisition of an existing chartered bank. On October 24, 2024 the Company signed a stock purchase agreement for the purchase and assumption of all of the issued and outstanding capital stock of a small, one-branch institution chartered by the Office of the Comptroller of the Currency. The ability for the Company to close on the acquisition, operate the bank and launch Battle Bank's products is conditioned on, among other things, approval of the Company's bank holding company application with the Federal Reserve Bank of the United States and the Company's ability to raise the required regulatory capital. If the Company is not able to close on the acquisition, it may, in its sole discretion and without notice or consent seek another pathway to open Battle Bank. This could include acquiring a different target bank, pursuing a partnership, joint venture, or other strategic alternative that may allow the Company to operate Battle Bank as a division of another bank or bank holding company, which may include being acquired by another bank or bank holding company. The Company may also file new applications to operate Battle Bank as a de novo-chartered bank. Any of these pathways could result in significantly different, and potentially significantly adverse, business plans, operations, and financial results than those anticipated by management at this time.

Certain information in this presentation and in the materials, including financial projections, are forward-looking and relate to the Company and its anticipated financial position, business strategy, events and courses of action. Forward-looking statements and financial projections include, among other things, statements about our financial outlook, regulatory matters, anticipated cash needs, growth plans and execution and anticipated industry trends and opportunities.

Forward-looking statements and financial projections are based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements and financial projections. Although we believe that the expectations reflected in the forward-looking statements and financial projections are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, level of activity, performance or achievements and there is no representation that the actual results achieved will be the same, in whole or in part, as those set out in the forward-looking statements and financial projections.

Important factors that could cause actual results to differ materially from expectations include, but are not limited to: our ability to complete and consummate an acquisition or other strategic business transaction; our ability to implement the Battle Bank business plan and/or launch products if we are able to complete an acquisition or consummate a strategic partnership transaction; business, economic and capital market conditions; our ability to raise needed capital; our ability to obtain required regulatory approval before opening; the heavily regulated industry in which the Company carries on business; current or future laws or regulations and new interpretations of existing laws or regulations; legal and regulatory requirements; our relationships and reputation within the industry; our ability to execute our growth strategy; and other risks and uncertainties that are discussed in the materials provided by the Company. You are cautioned that this list of factors should not be construed as exhaustive. The forward-looking statements and financial projections contained in this presentation are expressly qualified by this cautionary statement. Except as required by law, we undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events. You are cautioned not to place undue reliance on forward-looking statements or financial projections.