



**Amplifying Intelligence, Redefining Potential**

**AIAI Holdings Corp - "Ai²"**

NASDAQ RESERVED: AIAI

**Investor Presentation**

November 2025

# Safe Harbor



## Forward-Looking Statements

This presentation contains forward-looking statements regarding future events and anticipated results that fall under the safe harbor provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934. These statements are often identified by terms such as “believe,” “expect,” “anticipate,” “intend,” “estimate,” “plan,” “predict,” “potential,” “will,” and similar expressions that indicate future events or trends. They include, but are not limited to, statements about our industry, strategic initiatives, and projected financial results. Forward-looking statements are based on management’s current assumptions and expectations, which are inherently uncertain and subject to risks outside of our control. Actual results may differ materially due to various factors, including but not limited to changes in business, market, financial, political, and legal conditions, variability in projected financial performance due to unforeseen delays or operational challenges, and changes in government programs, fiscal policies, funding, and procurement processes. Additional risks may arise from competition for contracts and revenue generation under existing agreements and the impacts of global events such as geopolitical conflict, natural disasters, or pandemics. Furthermore, risks related to internal controls, performance of subcontractors, and strategic initiatives may also materially affect outcomes. Additional risks and uncertainties will be outlined in our SEC filings under “Risk Factors.” Forward-looking statements reflect management's perspective as of the date of this presentation, and we assume no obligation to update these statements in light of new developments. Reliance on these statements should be tempered with an understanding of the associated risks and uncertainties.

## Non-GAAP Financial Information

This presentation also includes certain non-GAAP financial measures, such as EBITDA, Adjusted EBITDA, Adjusted Gross Margin, and Recurring Operating Expenses. These measures are supplemental and intended to provide greater transparency into our financial performance by isolating items that may vary independently of business operations. EBITDA is defined as net income before interest, taxes, depreciation, and amortization, while Adjusted EBITDA is further adjusted for non-recurring or non-operational items such as equity-based compensation, restructuring charges, transaction expenses, and other strategic costs. Recurring Operating Expenses reflect adjusted total operating expenses excluding certain one-time costs. While these measures provide valuable insight into management’s view of business performance, they are not substitutes for GAAP measures and may not be comparable to similar metrics used by other companies. Due to the unpredictable nature of certain adjustments, we are unable to provide reconciliations of forward-looking non-GAAP measures to the most directly comparable GAAP metrics without unreasonable effort. These adjustments may have a significant impact on our results, making precise reconciliation impractical. For more details, including reconciliations to GAAP measures, please contact AIAI Holdings Corp. directly.



# Corporate Overview



**AIAI Holdings Corp. (“Ai²”) is an AI-powered diversified holding company formed with the purpose of creating an ecosystem through the strategic acquisition, integration, and scaling of companies with high potential for enhanced operational performance.**

- **Positioned to capitalize on exponential AI-driven market growth** with target division acquisitions across a wide spectrum of industry verticals with a \$6.2T+ TAM and strong sector-specific tailwinds
- **Founded by AI visionary John Rochon Sr.**, with proven track record of overseeing value creation through Richmond Financial
- **Targeting (Initially) to acquire ~6 companies**, delivering revenue, EBITDA, zero debt and executing a disciplined yet aggressive strategy to acquire additional EBITDA-positive businesses that accelerate scalable, long-term growth

# AIAI Holdings Corp. AI Strategic Advantages



- **Strategic advantage is the overlay and application of M42's Transformational AI technology**, licensed exclusively through a Master Licensing Agreement, the company's proprietary AI combines **Psychometric AI (PAI) with Advanced Math and Science**. By combining behavioral science, machine learning, and pattern recognition, we can analyze and predict human behavior, decisions, and actions—advancing toward the development of superintelligence.
- **Disciplined acquisition approach with active acquisitions** in priority verticals including infrastructure, crypto, gaming, healthcare, and defense with operational synergies through shared technology platform
- **Transformational AI integration** improves operational efficiencies, reduces costs, enhances EBITDA, and delivers sustained growth

# Origins, Evolution and Timeline of AIAI Holdings Corp.



**The foundation of AIAI Holdings Corp. traces back over 30 years to the work of John P. Rochon & his Richmond Capital Family Office**

- Built a track record of excellence in mergers and acquisitions
- Completed more than 350 M&A Transactions

**Over decades, Rochon and his team developed proprietary decision-making frameworks:**

- Initially integrated psychometrics
- Evolved to include advanced mathematics and artificial intelligence

**This progression led to the creation of Psychometric AI:**

- A proprietary methodology blending cognitive and behavioral insights with AI modeling
- Powered by large-scale machine learning to process vast datasets and generate high-quality, predictive outputs

**The Psychometric AI platform became the cornerstone of:**

- Richmond's continued M&A success
- A high-impact consulting practice serving multiple sectors
- Strategic engagements with industry and several U.S. government agencies

**In 2020, John P. Rochon and Richmond Capital formalized their Psychometric AI platform through the launch of M42**

- A project-based company focused on delivering scalable Psychometric AI solutions to the marketplace

# AIAI Holdings Corp.'s Historical Leadership Value Creation



## Richmont Capital (Family Office) Track Record

- Founded and led John Rochon Sr.
- **40+** Years of M&A Leadership
- **\$52B** in investor returns **92.7%** compounded returns over 35+ yrs
- **350+** M&A transactions since 1980s
- Consistent value creation across market cycles
- Signature exits:
  - **Armor Holdings**: \$10M acquisition to \$4.2B sale (BAE Systems)
  - **RealPage.com**: IPO to \$10.2B acquisition (Thoma Bravo)
- Richmont's proven playbook underpins the AI-driven consolidation model and ensures seamless integration of AI-driven acquisitions



## Value Creation Model

- Proprietary approach to EBITDA expansion
- Proven integration methodology
- Systematic operational enhancement
- Technology-enabled optimization

AVON



REALPAGE



**Performance Driven Record Powering Our AI-Driven Strategy**



# M42 Master License Agreement

M42, founded in 2020, is a global leader in technology solutions and digital transformation, providing innovative services across various industries. With a focus on artificial intelligence, cloud computing and cybersecurity, M42 is dedicated to driving growth and efficiency for its clients worldwide.



Industry	AI & Big Data Analytics (Multiple Industries)
AI Leadership	<ul style="list-style-type: none"><li>• 30+ patents and proprietary psychometric AI</li><li>• #1 in healthcare fraud detection</li><li>• Experience spans public health, government agencies, insurance, financial services, defense contracting, gaming, transportation, chemicals, and automotive sectors.</li><li>• Industry-leading 99.2% pattern recognition accuracy &amp; latency</li><li>• Integration frameworks with 95% success rate across platforms</li><li>• Proprietary algorithms and trade secrets that outpace competitors</li></ul>
Business	Market leader in Psychometric AI, transforming fraud detection and decision-making across sectors.
Innovation	Proprietary algorithms deliver real-time fraud detection with unmatched accuracy.
AI Use Cases	<p>Pattern recognition and predictive analytics analyze billions of data points in milliseconds.</p> <p>Philippine Gaming Commission contract</p>
Team	Michael Sandoval Chief Scientist (Microsoft, AI Research Corp, Atigeo and xPatterns)

# Transformational AI: Advancing towards super intelligence through the human experience



## The Engine Driving Scalable Innovation

### What differentiates our AI?

The Company's AI combines Psychometric AI (PAI), a blend of behavioral science, machine learning, and pattern recognition to analyze and predict human behavior, decisions, and actions, with advanced mathematics. Knowing that observations influence outcomes, the capacity of this foundational technology to provide boundless observations delivers unmatched predictive capabilities that drive operational efficiency, compliance monitoring, fraud detection, and personalized experiences.

It powers Ai²'s ecosystem, ensuring seamless integration, scalability, and transformative impact across verticals.

### Key Capabilities

- **Scalability & Precision:** Enables rapid scalability and precise decision-making across industries
- **Cost Efficiency:** Delivers cost reductions through AI automation
- **Competitive Edge:** Creates insulation against competitors while accelerating time-to-market for acquired innovations
- **Operational Leverage:** Integrates complementary technologies to maximize portfolio value

### Why It Matters

Psychometric AI is the core of Ai²'s competitive advantage, driving leadership in key markets, creating operational efficiencies, and enabling exponential scalability across high-growth verticals.

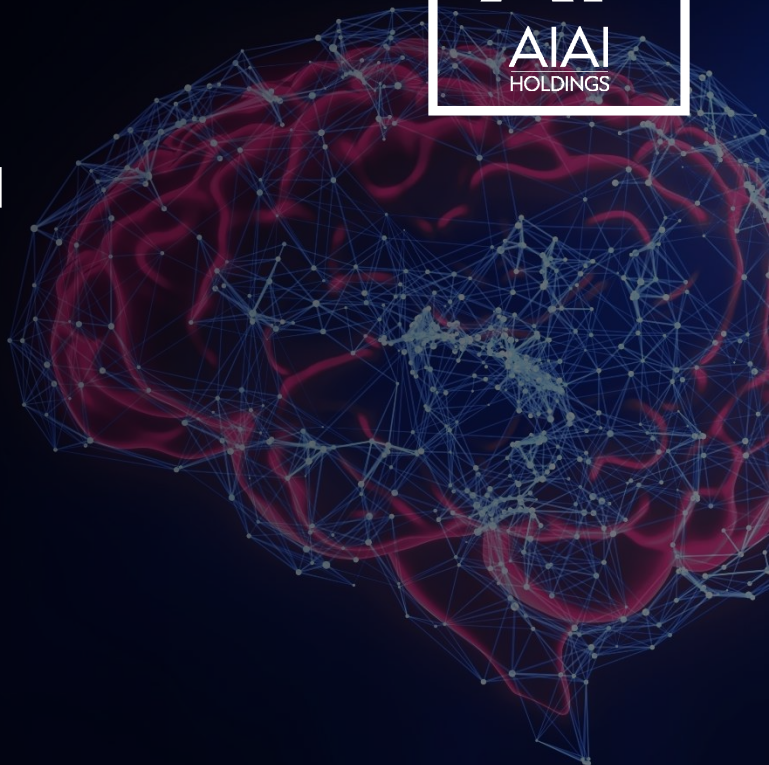


# How is Our AI Different?

## Overview

- Leveraging Psychometric AI, our Transformational AI is based on and mimics human behavior
- Our AI goes broader and deeper in all categories of analytics, science and mathematics
- Our AI solves the exponential complexity of the above (>180 branches of mathematics alone)
- We have created the APIs connecting our proprietary AI for all verticals for rapid deployment

**Our proprietary AI is built on 1 billion plus lines of battle tested code**



# Implemented AI Use Case



## Orthopedics & Sports Medicine Practice with 60+ Offices

PAI enables the connection of disparate data sources, the discovery of insights and relationships previously inaccessible and the ability to act on that intelligence.

- Using **advanced hybrid analytics, automatically generated clinical codes**, including ICD-10, ICD-11, directly from clinical encounter notes such as physician notes, lab results, and discharge records.
- Achieved state-of-the-art Electronic Health Records analysis, accurately generated clinical codes, and **lowered overhead to improve appropriate revenue capture.**
- Streamlined date-of-service to billing process down to 2 days – enabling **processing more patient encounters at a lower cost and recouping appropriate revenue faster than ever before.**



Significantly increased our coder productivity without increasing coding staff. We loved that the system automatically tuned itself based on our data and user-feedback. We are very pleased with the accuracy and quality of the results. In almost all cases, the code recommendations are spot on, including the E/M codes.

- Business Office Manager



# Pioneering with Transformational AI across Portfolio



- **95% of generative AI pilots at companies are failing\***, mainly due to lack of deployment. Ai² applies an AI platform built on 40 years of psychometric insight, now enhanced by artificial intelligence.
- **Ai² accelerates adoption by acquiring profitable companies**, avoiding slow, uncertain Enterprise sales cycles.
- **Proprietary AI is immediately integrated into acquired businesses**, generating value from day one

- Unlike traditional channel partnerships that take years, **Ai² drives rapid growth through direct acquisition and integration.**
- No Enterprise red tape—**AI is deployed to acquisitions** without internal friction.
- **This acquisition-first model delivers speed, scale, and certainty**, enabling Ai² to outpace competitors in extracting AI-driven value.



# Investment Summary



## We Can:

Acquire and implement faster  
than sell to enterprises

Implement faster if  
we own the company

## We Will:

Drive growth through  
organic sales,  
acquisitions and our  
proprietary, patented AI

Buy companies in a  
range of industries

Leave management  
teams in place and  
incent them well

Demand excellence and  
speed in execution

Provide owners and management  
teams with liquidity

Realize top and bottom-line  
improvements swiftly

**Dividend 25% of  
free cash quarterly**

**CURA:** Complex, Urgent and Administrative situations

# Market Opportunity in High Growth Verticals

Estimated Total Addressable Market (TAM): **\$6.2 Trillion+** Across Targeted Ecosystems



Market	Infrastructure	Healthcare	Defense & Intelligence	Crypto, Gaming & Compliance
TAM	<b>~\$2.9T</b>	<b>~\$3T</b>	<b>~\$100B</b>	<b>~\$50B</b>
CAGR	6.3% through 230	46.8% through 2028	29.6% through 2028	41.7% through 2028
Opportunity	Encompassing a wide range of sectors including construction, energy, technology and manufacturing	\$100B addressable healthcare fraud market	Federal budget allocation (\$TBD annually), classified programs (\$10B+), and \$18B international markets	Focus on automation, fraud and prevention

Market	Hospitality	Government & NGOs	Consulting & Training
TAM	<b>~\$20B</b>	<b>~\$100B</b>	<b>~\$20B TAM</b>
CAGR	30.2% through 2028	25.1% through 2028	20.8% through 2028
Opportunity	Enterprise solutions (\$12B), operations optimization (\$6B), and customer analytics (\$4B)	Public safety systems (\$40B), disaster response optimization (\$20B), and resource allocation tools (\$20B)	Workforce analytics (\$6B), AI-enabled training tools (\$4B), and operational consulting (\$4B)

**CURA:** Complex, Urgent and Administrative situations

# Industry Applications of AI



Market	<b>Infrastructure:</b> <b>Construction/Oil and Gas</b>
Application	Profiles workers using sensor data, and performance metrics, with laddering to trace behaviors (e.g., bypassing safety gear) to motivations (e.g., meeting deadlines) to goals (e.g., career advancement).
Impact	Enhances safety training and site management, reducing accidents and improving efficiency.

Market	<b>Healthcare AI:</b> <b>Second Opinions</b>
Application	Evaluates patient/provider behaviors using biometric, sentiment analysis, and historical treatment data, with laddering to link actions (e.g., seeking second opinions) to needs (e.g., trust) to values (e.g., health security).
Impact	Improves AI-driven diagnostics, aligning doctors and second opinions with patient needs for greater trust.

## **Consulting & Training:** **Workers' Compensation and Legal**

Analyzes claimant behaviors (e.g., pursuing claims against a company) using surveys, communication logs, and workplace interaction data, with laddering to connect actions (e.g., claim filing) to needs (e.g., financial stability, fair treatment) to values (e.g., personal security, justice).

Empowers claimants by validating their motivations, promotes fair legal resolutions, and supports tailored recovery plans.

## **Crypto, Gaming & Compliance:** **Cryptocurrency/Blockchain**

Detects risk-taking behaviors using transactional data with laddering to trace actions (e.g., high-risk trades) to motivations (e.g., financial gain) to goals (e.g., wealth independence).

Strengthens AI models for secure transactions and risk mitigation.



# Precise & Disciplined Acquisition Approach

## Strategic Objective

To acquire businesses based on disciplined criteria, including positive EBITDA, scalable operations, and strong management teams, that can be curated by Ai<sup>2</sup>, led by an exceptionally strong management team with deep M&A experience and powered by a proprietary PAi platform designed to transform operations and deliver exceptional shareholder returns.



## Target Criteria & Strategic Framework

### Financial Parameters

- Revenue: \$20M-\$500M plus
- EBITDA Margins: targeting >20%
- Valuation: 5-8x EBITDA
- Strong cash flow generation

### Strategic Requirements

- Profitable and with little or no Debt
- Market leadership position
- Strong management teams
- Demonstrated AI innovation potential

### Pre-Acquisition Excellence

- Comprehensive AI powered due diligence
- Synergy identification
- Integration planning
- Risk assessment
- Valuation optimization

### Integration Playbook

- Technology platform integration
- Management team retention
- Cross-selling implementation
- KPI monitoring framework
- Culture alignment

### Anticipated Results

- Drive outperformance across all portfolio
- Network effects amplification
- Innovation acceleration

### Current Pipeline

- **Active Discussions:** 20+ companies
- **Aggregate Revenue:** \$3B+
- **Priority Verticals:**
  - Crypto & Gaming AI
  - Defense AI
  - Healthcare AI
  - Analytics Platform AI



# Driving Robust, Predictable Growth



## Revenue

- Consistent revenue growth across portfolio companies
- Layering growth through acquisitions



## Margin Story

- AI improves operational efficiencies, reduces costs, enhances EBITDA



## Forward-Looking Projections

- EBITDA margin improvement:
- Proceeds allocation driving R&D, acquisitions, and scaling operations



## Key Revenue Drivers

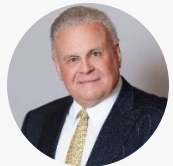
- Geographic and sector expansion
- New portfolio synergies boosting cross-sell opportunities
- AI-enabled cost savings across verticals through efficiency and productivity



## Investor Value Proposition

- Predictable growth with upside potential through strategic acquisitions
- Dividend from Free Cash Flow

# Board of Directors\*



**John Rochon Sr.**  
Chairman & Founder

- Former Fortune 500 Chairman
- Architect of \$52B+ in transaction value
- 40+ years of M&A leadership
- 3 PhDs; AI Research & Funding:
- University of Toronto - Healthcare Optimization
- University of Scranton – Crime Prevention & Analysis



**Todd Furniss**  
CEO & Board Member

- Seasoned executive, private equity investor, and healthcare strategist
- 25+ years of global experience spanning operations, consulting, and investment across the Americas, Europe, and Asia
- Founder and CEO of gTC Group, a private equity firm focused on middle-market healthcare and business services companies
- Co-founder of PlumTree Partners and held senior leadership roles at PlumTree Partners, Everest Group, and EDS



**Eric Affeldt**  
Independent

- Accomplished executive and board leader with a distinguished track record in operations, strategic growth, and private equity across the travel, leisure, and healthcare sectors
- Serves as Chairman of Blade Air Mobility, Inc. (NASDAQ: BLDE), a technology-powered global air mobility platform



**Tom Cosentino**  
Independent

- Brigadier General (Ret.) Cosentino is a highly respected strategic advisor and national security expert with over three decades of operational, geopolitical, and executive leadership experience
- Currently serves as CEO of Governance Risk Global (GRG), where he leads initiatives in risk assessment, brand protection, operational resilience, and capital delivery strategies for companies operating in defense, national security, and infrastructure



**Jeffrey Glajch**  
Independent

- Veteran corporate finance leader with a proven track record of driving financial strategy, operational efficiency, and enterprise growth across global industrial and specialty chemical companies
- Serves as Chief Financial Officer of Orion S.A., where he oversees corporate finance, investor relations, risk management, IT and corporate sustainability



**Melvin Greer, Ph.D.**  
Independent

- Nationally recognized data science and artificial intelligence leader with more than two decades of experience driving innovation across government, commercial, and academic sectors
- Intel Fellow and Chief Data Scientist at Intel Corporation, responsible for advancing AI and data science platforms, with expertise spanning machine learning, neuromorphic computing, and blockchain security models



**Doohi Lee, MD**  
Independent

- Board-certified physician and nationally recognized leader in regenerative medicine, cosmetic surgery, and laser therapies
- Founder and Medical Director of Advanced Surgical Arts in Plano, Texas, integrating minimally invasive surgical techniques with advanced biologics such as stem cells, PRP, and exosomes to promote healing and natural aesthetic outcomes



**Hon. Jeanne Phillips**  
Independent

- Seasoned diplomat, business executive, and civic leader with a distinguished career in both public service and corporate affairs
- Served for 23 years in various leadership roles at Hunt Consolidated, Inc., including as Senior Vice President of Corporate Engagement and International Relations



**Hon. Donald Remy**  
Independent

- Respected leader in public service, corporate governance, and legal affairs, with a distinguished career spanning government, law, sports, and business
- Founder and CEO of The Remy Group, a consulting firm advising global clients on strategy, compliance, and leadership development



**Andrew Schaap**  
Independent

- Seasoned executive and digital infrastructure innovator with more than 25 years of leadership experience across data centers, IT, private equity, and real estate
- CEO of Aligned Data Centers, he leads one of North America's fastest-growing data center platforms, delivering adaptive and sustainable infrastructure solutions for hyperscale and enterprise clients

\*Subject to final listing



# Investment Summary



- **Industry-leading expertise** in AI innovation, strategic acquisitions, and scalable business transformations
- **Precision-driven acquisition strategy** focused on high-growth sectors with outsized return potential
- **Integrated ecosystem approach** fostering enduring competitive advantages and scalable synergies
- **Access to a massive addressable market** with strong sector-specific growth tailwinds
- **Demonstrated track record** of delivering successful acquisitions and scalable growth
- **Proprietary, next-generation AI technologies** delivering unparalleled differentiation and growth acceleration.
- **Direct Public Offering proceeds** strategically deployed to fuel transformational expansion and market leadership



# **AIAI Holding Corp: Conquer Tomorrow.**

**Join the AI Consolidation Revolution**

## **Investor Relations**

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