

RELATIONSHIP FOCUSED. RESULTS DRIVEN.



LB LUCOSKY
BROOKMAN
2020 YEAR IN REVIEW

RELATIONSHIP FOCUSED. RESULTS DRIVEN.



**LB LUCOSKY
BROOKMAN** is a corporate law firm with offices in New York, NY, Woodbridge, NJ, Philadelphia, PA and Seattle, WA, representing both domestic and international clients in sophisticated corporate and securities transactions, mergers and acquisitions, secured and unsecured lending transactions, PIPEs, intellectual property matters and general corporate matters.

The Firm was established to serve select clientele in the emerging and middle markets. It is our mission to provide clients with exceptional legal representation by listening to our clients and anticipating their needs.

Each year, Lucosky Brookman publishes an annual progress report in order to examine current trends for emerging growth companies in the legal marketplace, as well as to highlight the accomplishments and milestones of the Firm in the prior year.

On behalf of the Firm, it is our pleasure to welcome you to our **2020 YEAR IN REVIEW.**

LUCOSKY BROOKMAN REPRESENTS OVER 50 PUBLIC COMPANIES



Lucosky Brookman represents over 50 public operating companies ranging from companies listed on the NYSE and the NASDAQ Capital Markets, to companies quoted on the OTC Bulletin Board, OTCQX, OTCQB and OTC Pink Sheets. In addition, the Firm represents numerous private equity funds, investment banks and other financial institutions in connection with equity and debt financings.

Lucosky Brookman takes pride in successfully representing its clients by providing insightful, cost-effective, practical, business-focused legal advice.

We are continuing to enhance our capabilities and strengths in all of the Firm's practice areas. To that end, in 2020 Lucosky Brookman has expanded upon its already-established Uplisting Practice Area. This practice area focuses on listing companies on senior exchanges (such as NYSE or NASDAQ). In addition, the Firm added Intellectual Property to its practice area offerings. By doing so, this allows the Firm to continue its growth pattern and permits the Firm to consistently exceed client expectations.

DESPITE THE COVID-19 EPIDEMIC, 2020 WAS A YEAR OF CONTINUED STRENGTH FOR THE FIRM AND FOR ITS PRACTICE AREAS

Lucosky Brookman and its clients were very active in 2020, despite the COVID-19 epidemic. The Firm, through its diverse range of practice areas, continued to advance the economic interests of its clients by guiding them through a wide variety of corporate finance, lending and securities transactions while protecting their legal rights.

The Firm appreciated an overall increase in the size of its deal flow, as compared to 2019. This increase was attributed to the number of individual transactions as well as the value of each transaction.

The Firm realized an increase in the number of clients engaged in going-public transactions, uplisting transactions, merger and acquisition transactions, S-1 and F-1 Registration Statements for primary and secondary offerings, Form 10 Registration Statements, Senior Secured Credit Facilities and various other private equity, venture capital, corporate finance and PIPE transactions.

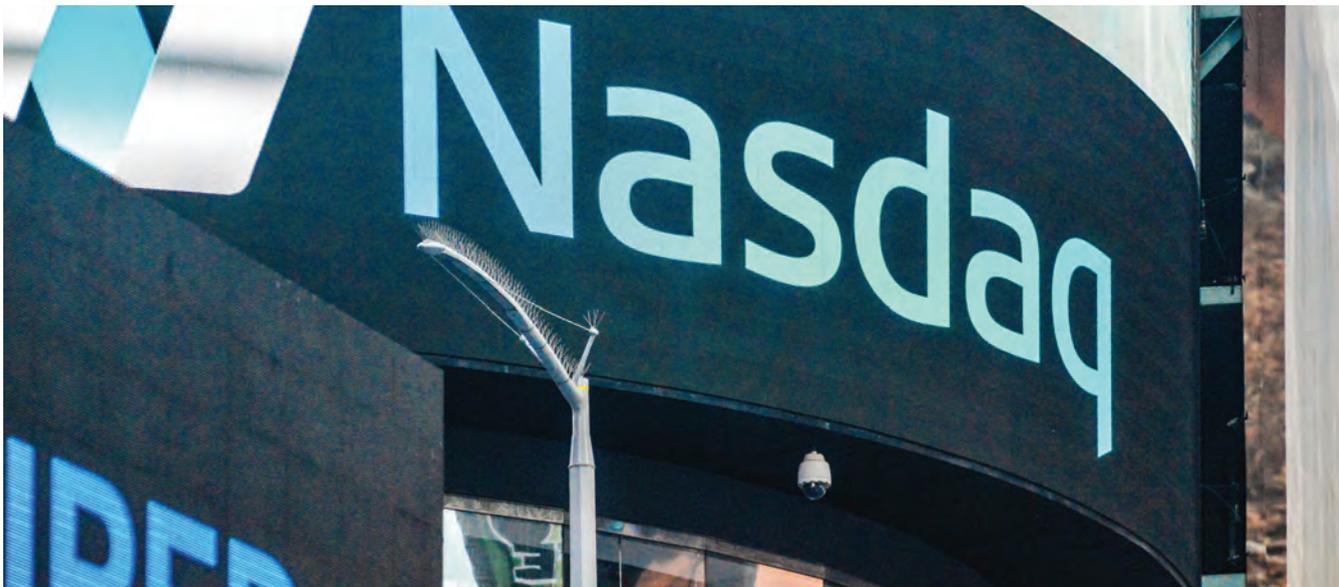
Throughout 2020, the Firm was successful in assisting its clients to advance their business interests in the areas of mergers, acquisitions, fundraising, banking, finance, litigation and arbitration, among others.

As clients continue to engage Lucosky Brookman, the Firm pledges to provide the same level of high quality legal service to its clients in 2021 and beyond.

THE FIRM EXPANDS ITS UPLISTING PRACTICE GROUP, FOCUSING ON LISTING COMPANIES ON SENIOR EXCHANGES SUCH AS NYSE AND NASDAQ

Lucosky Brookman is the industry leader in “Uplisting” domestic or foreign quoted OTC companies and foreign exchange listed companies to the NASDAQ or NYSE. “Uplisting” is the global practice of elevating a company (foreign or domestic) from having its stock quoted on an alternative trading platform like the OTC Markets, TSX or the ASX, to the NASDAQ or NYSE. For micro or small cap companies to succeed in the Uplist process, they need to have more than just an attorney, they need an advocate, a leader, and a quarterback to proactively usher the company through the process and across the finish line. For 11 years, the attorneys at Lucosky Brookman have successfully assisted numerous companies achieve their goals by completing successful listing transactions on the NASDAQ or NYSE – many times in connection with a simultaneous capital raise.





According to a recent client,

“Joseph Lucosky and his team at Lucosky Brookman are the hardest working and most proactive attorneys I have ever dealt with in my professional career. For me, they were hands down the best choice when deciding to restructure my company and pursue an Uplisting from the OTC to the NASDAQ. Joseph’s work ethic, judgment and advice are second to none. His mindset inspires confidence and respect from everyone even in the most stressful circumstances. Joseph’s commitment to execution and not “lawyer talk” is refreshing and his unwavering commitment to results was superior to other attorneys I have worked with. I highly recommend Joseph and his team at Lucosky Brookman if you are a CEO that appreciates clear advice and a results-driven approach to this crazy micro/small-cap world. To put it plainly, Joe and his team get results.”

- Grant Johnson, *Chief Executive Officer*
Esports Entertainment Group, Inc. (NASDAQ: GMBL)
Successful 2020 Uplisting to NASDAQ and \$8,400,000 Capital Raise

FIRM ADDS INTELLECTUAL PROPERTY PRACTICE GROUP; PARTNER PRIYA SINHA CLOUTIER JOINS FIRM



In the Firm's ongoing effort to best serve its clients, the Firm has added an Intellectual Property Practice Group, led by noted senior attorney Priya Sinha Cloutier. The Intellectual Property Practice Group will work in tandem with the Firm's existing Corporate and Securities Practice Group as well as the Firm's other practice areas in order to further expand upon the service offerings to our clients.

Priya Sinha Cloutier has joined the Firm as a Partner. She is a senior intellectual property attorney with experience in all aspects of intellectual property protection, strategy and law, including patents, trademarks, copyright, and trade secrets

and addressing issues regarding patentability analysis, drafting, filing, patent prosecution, transactions, standards, cease and desist issues, indemnification, due diligence, trademark and patent infringement analysis, design arounds, right to market clearances, competitive landscapes, and requests to license.

Ms. Cloutier has expertise in drafting and negotiating international, commercial, supplier, partner, collaboration and development agreements, joint research, NDAs, supply contracts, master service agreements, SaaS, cloud services and software, and consortium deals with strong IP, export control, compliance, and other complex issues. She has a wealth of experience with client counseling on IP strategy, trade secret protection, document marking, and government contracts compliance. She



brings her experience as outside general counsel for startups and closely held corporation, including outside counsel management, international employment, debt recovery, privacy, anti-corruption, and open source experience to the Firm. Ms. Cloutier has significant experience with government contracts (grants and CRADAs) and compliance programs.

Ms. Cloutier has a BS and MS in Nuclear Engineering and a MS in Mathematics.



Exchange Rate:

8/25/2018

USD 7,85 HKD

Change +0

Change +0,1007 1,3%

USD 6,40 CNY

GBR 1,33 USD

Change -0,00510 0,38%

Watchlist

Currency	Last	Chng (%)
EUR/USD	1,17	(-1,16 %)
USD/JPY	110,35	(+0,095 %)
GBP/USD	1,33	(-0,38 %)
USD/CAD	1,30	(+0,24 %)
USD/HKD	7,85	(-0,0013 %)
USD/CNY	6,40	(+0,028 %)

[Details](#)



9:30

10:00



The background features a complex financial data visualization. It includes several floating panels with currency exchange rates: USD/HKD at 7.85 (-0.00010, 0.0013%), USD/CNY at 6.40 (+0.0016, 0.025%), and USD 1.33 CAD with a change of +0.00000 (0.24%) up. A candlestick chart is visible on the left, and a line chart is on the right. Time intervals like 00:00, 01:00, 02:00, 03:00 and 10:30, 11:30, 12:30 are scattered across the screen. A large blue 'LB' logo is centered in the foreground.

LB

2020

SELECT TRANSACTIONS

LUCOSKY BROOKMAN UPLISTS CLIENT AMMO, INC. TO NASDAQ AND CLOSES \$18 MILLION PUBLIC OFFERING

Lucosky Brookman successfully represented its client, AMMO, Inc. (NASDAQ: POWW), a premier American ammunition and munition components manufacturer and technology leader, in the closing of its underwritten public offering of 8,564,285 shares of common stock at a price to the public of \$2.10 per share. Lucosky Brookman served as the Company's legal counsel in connection with the Offering and listing of its shares on the NASDAQ Capital Market.

AMMO's CEO, Fred Wagenhals, commented that "we are excited to have swiftly closed the Offering and are grateful for the work of the amazing in-house team working in conjunction with our world-class professional advisors to make this happen. With our Uplisting to NASDAQ effective on December 1, 2020, the closing of the Offering bolsters AMMO's ability to continue to disrupt the stagnant ammunition industry while our team continues to work night and day to enhance shareholder value."

The gross proceeds to AMMO from this Offering were \$17,984,998.50, prior to deducting offering expenses, commissions and underwriting discounts. Alexander Capital, L.P. and Kingswood Capital Markets, division of Benchmark Investments, Inc., acted as joint bookrunners for the Offering.



LUCOSKY BROOKMAN REPRESENTS CLIENT DIGERATI TECHNOLOGIES, INC. IN CLOSING \$20 MILLION CREDIT FACILITY WITH POST ROAD GROUP; ACQUIRES NEXOLOGY, INC. AND ACTIVEPBX, MORE THAN DOUBLING ANNUAL REVENUE TO GREATER THAN \$14 MILLION

Lucosky Brookman successfully counseled its client, Digerati Technologies, Inc. (OTCQB: DTGI), a provider of cloud services specializing in UCaaS solutions for the small to medium-sized business market, in connection with a \$20 Million Senior Secured Credit Facility with Connecticut-based Post Road Group.

The initial funding of \$14 Million from the \$20 Million multi-draw facility was used to close the Company's acquisitions of Nexogy, Inc. (Nexogy.com) and ActivePBX (ActivePBX.com), and refinance existing debt. Lucosky Brookman served as counsel to the Company in connection with the \$20 Million financing and both the asset acquisition and the share acquisition.

Arthur L. Smith, Chief Executive Officer of Digerati, commented, "I commend our internal team and outside counsel, Lucosky Brookman, for staying on task and completing, not one, but two acquisitions simultaneously. We look forward to working with the talented people at Nexogy and ActivePBX that have placed a high value on customer service and retention. We will make integrating these transactions into our operations a top priority as we move on to the next phase of the Company's growth plan. In addition, we continue to have a solid pipeline of potential acquisition targets in various stages of development and have a corporate goal to uplist to either the NASDAQ or NYSE."

The logo for Digerati features the word "Digerati" in a bold, black, sans-serif font. A horizontal red line is positioned above the letters "i" and "g".

LUCOSKY BROOKMAN CLIENT INNOCAP, INC. CLOSES \$12 MILLION FACTORING FACILITY WITH COREFUND CAPITAL, LLC

Lucosky Brookman was pleased to successfully represent its client Innocap, Inc. in connection with a \$12 Million secured factoring facility with CoreFund Capital, LLC. The factoring facility was structured by CoreFund Capital with Innocap, Inc.'s wholly owned subsidiary, Unique Logistics International (NYC) LLC, through an amended Secured Accounts Receivable Facility. The initial factoring line was subsequently increased from \$12 Million to \$25 Million.

“The Company is now positioned to execute its growth plans with an enhanced factoring facility of \$25 Million,” commented INNO’s CEO, Sunandan Ray. “We believe this to be a gamechanger for our future acquisition strategy. We are fortunate to have dependable business partners.”

INNO, through its wholly owned operating subsidiary, Unique Logistics Holdings, Inc., is a global logistics and freight forwarding company serving a large customer base in the United States that includes major well-known retailers and other companies that import goods to the United States, export goods from the United States to other countries, or require other supply chain services, including warehousing. INNO executes sections of the supply chain process for its customers and holds, through its subsidiary companies, operating licenses issued by US Customs, the Federal Maritime Commission and the Transportation Security Administration for this purpose. It has offices throughout the United States and employs over 90 staff.



LUCOSKY BROOKMAN CLIENT CONVERSION LABS CLOSES \$16 MILLION PRIVATE PLACEMENT

Lucosky Brookman represented its client, Conversion Labs, Inc., a direct-to-consumer telemedicine and wellness company, in connection with a \$16 Million private placement with institutional investors. BTIG, LLC acted as exclusive placement agent for the offering.

Conversion Labs CEO, Justin Schreiber commented, "We are very excited to have closed this offering in on expedited fashion and would like to thank our securities counsel Lucosky Brookman whose leadership and strategic guidance has been an integral part of the Company. We are now standing on the precipice of listing on a national exchange."

Mr. Schreiber continues by stating that "This new funding by institutional investors represents a tremendous affirmation of our business strategy and growth prospects. It also helps to satisfy the capital requirements for our NASDAQ listing application. As the leading securities exchange for emerging growth stocks, we expect a NASDAQ listing to increase our corporate visibility and broaden awareness of our success in the financial community."

The company intends to use the net proceeds to expedite certain growth initiatives, including new customer acquisition, the development, and launch of new product lines, as well as for general corporate purposes.



LUCOSKY BROOKMAN CLIENT SIYATA MOBILE INC. CLOSES \$12.6 MILLION INITIAL PUBLIC OFFERING ON THE NASDAQ

Lucosky Brookman served as lead counsel to Siyata Mobile Inc. (TSX-V: SIM) (FRA: WK3D) (NASDAQ: SYTA, SYTAW) in closing its U.S. initial public offering of 2,100,000 units at a price of \$6.00 per Unit. The Common Shares of the Company and Warrants were approved to list on the NASDAQ Capital Market under the symbols "SYTA" and "SYTAW," respectively, and began trading on September 25, 2020. Siyata received gross proceeds of approximately \$12.6 Million, before deducting underwriting discounts and commissions and other estimated Offering expenses.

Psagot Investment House was the lead investor in the Offering. Psagot Investment House is an Israeli investment firm and that country's largest pension fund manager. Controlled by Apax Partners since 2010, the Firm manages assets and capital totaling US\$40 billion. Prior to the Offering, the Common Shares were traded on the OTCQX. The Common Shares will continue to be listed for trading on the TSX Venture Exchange.

Siyata Mobile Inc. is a B2B global vendor of next generation Push-To-Talk over Cellular (PTT) devices and cellular booster systems. Its portfolio of in-vehicle and rugged smartphones enable first responders and enterprise workers to instantly communicate, over a nationwide cellular network, to improve communication, increase situational awareness and save lives. Its portfolio of enterprise cellular booster systems enables first responders and enterprise workers to amplify its cellular signal in remote areas, inside structural buildings where signals are weak and within vehicles for maximum cellular signal strength.



LUCOSKY BROOKMAN REPRESENTS UNDERWRITER MAXIM GROUP LLC IN CONNECTION WITH GEOVAX LABS, INC. CLOSING OF \$12.8 MILLION PUBLIC OFFERING AND UPLISTING TO NASDAQ

Lucosky Brookman successfully represented the underwriter and book-running manager, Maxim Group LLC, in connection with the offering of securities of GeoVax Labs, Inc. (NASDAQ: GOVX, GOVXW), a biotechnology company developing human immunotherapies and vaccines against infectious diseases and cancer. The Company closed its underwritten public offering of 2,560,000 units of its common stock, pre-funded warrants, and warrants for gross proceeds of \$12.8 Million. The common stock and warrants began trading on The NASDAQ Capital Market on September 25, 2020, under the symbols "GOVX" and "GOVXW," respectively.

GeoVax Labs, Inc. is a clinical-stage biotechnology company developing human vaccines against infectious diseases and cancer. GeoVax's current development programs are focused on preventive vaccines against COVID-19, HIV, Zika Virus, hemorrhagic fever viruses (Ebola, Sudan, Marburg, and Lassa), and malaria, as well as therapeutic vaccines against multiple cancers. The Company has designed a preventive HIV vaccine candidate to fight against the subtype of HIV prevalent in the commercial markets of the Americas, Western Europe, Japan, and Australia; human clinical trials for this program are managed by the HIV Vaccine Trials Network (HVTN) with the support of the National Institutes of Health (NIH). GeoVax's HIV vaccine is also part of two separate collaborative efforts to apply its innovative gene therapy approach toward a functional cure for HIV.



LUCOSKY BROOKMAN REPRESENTS UNDERWRITER THE BENCHMARK COMPANY, LLC IN CONNECTION WITH CREATD, INC., \$7,762,500 PUBLIC OFFERING AND UPLISTING TO NASDAQ CAPITAL MARKET

Lucosky Brookman successfully represented its client, The Benchmark Company, LLC, as book-running manager for the offering of securities of Creatd, Inc. (NASDAQ: CRTD) (“Creatd” or the “Company”). The Company closed on a underwritten public offering of 1,725,000 units of securities at an offering price of \$4.50 per unit. The warrants underlying the units were immediately exercisable for one share of common stock at an exercise price of \$4.50 and expire 5 years from the date of issuance. In connection with the offering, the Company’s common stock and warrants began trading on the NASDAQ Capital Market on September 11, 2020, under the symbols “CRTD” and “CRTDW,” respectively. The Company received proceeds of \$7.7625 Million.

Aegis Capital Corp. and Brookline Capital Markets, a division of Arcadia Securities, LLC, are acting as co-managers for the offering.

The logo for Creatd, featuring the word "Creatd" in white, sans-serif font centered within a solid black square.

Creatd

FIRM ASSISTS CLIENT, ESPORTS ENTERTAINMENT GROUP INC., IN PRICING OF ABOVE-MARKET \$8.4 MILLION PUBLIC OFFERING AND UPLISTING TO NASDAQ

The Firm successfully represented its client, Esports Entertainment Group, Inc. (NasdaqCM: GMBL) on its uplisting to the NASDAQ Capital Market and the pricing of its public offering of 1,980,000 units at a price to the public of \$4.25 per unit. The Firm assisted the company as securities counsel throughout the uplisting and capital raising process.

Each unit issued in the offering consists of one share of common stock, one Unit A Warrant to purchase one share of common stock and one Unit B Warrant to purchase one share of common stock. The common stock, Unit A Warrants and Unit B Warrants are immediately separable from the units. The common stock and Unit A Warrants began trading on the NASDAQ Capital Market on April 14, 2020, under the symbols "GMBL" and "GMBLW," respectively. Esports Entertainment Group received gross proceeds of approximately \$8.4 million.

Maxim Group LLC is acted as the lead book-running manager for the offering. Joseph Gunnar & Co., LLC is acted as co-book-running-manager for the offering.



**ESPORTS ENTERTAINMENT
GROUP**



LB

2020

**CHARITABLE
GIVING**



THE LUCOSKY BROOKMAN FOUNDATION

Since our inception, we have dedicated considerable time and resources to giving back to the community with a hands-on approach to charitable activities. We established the Lucosky Brookman Foundation, a 501(c)(3) public charity, through which the Firm donates to qualified organizations on behalf of the Firm and through which we are able to receive donations from charitable friends, clients and colleagues. The Foundation was created to take over the management and coordination of the Firm's ever-increasing charitable contributions and activities. The Lucosky Brookman Foundation's primary goal is to use the power of philanthropy to impact the lives of those less fortunate, with a particular focus on children's causes. The Foundation hopes to educate individuals and bring awareness to various sponsored initiatives that make a profound difference on other individuals' lives, now and far into the future.

THE LUCOSKY BROOKMAN FOUNDATION CONTINUES SUPPORT FOR THE SAVE A CHILD'S HEART FOUNDATION; RAISES OVER \$775,000 TO DATE

Since 2014, with the help of its clients, friends and colleagues, Lucosky Brookman has raised over \$775,000 for charity. The net proceeds allow children from developing countries to receive much-needed life-saving pediatric heart surgery and post-operative care. SACH is an international humanitarian project whose mission is to improve the quality of pediatric cardiac care for children from developing countries whom suffer from congenital and rheumatic heart disease.

“On behalf of the entire SACH organization, I wish to extend my heartfelt appreciation to Lucosky Brookman, and their clients, friends and colleagues for their extraordinary philanthropy and commitment.”

DAVID LITWACK,
Executive Director of Save A Child's Heart, U.S.



Make-A-Wish[®]

LUCOSKY BROOKMAN PARTNERS
SUPPORT THE MAKE-A-WISH
FOUNDATION

As part of Lucosky Brookman's continuing commitment to children's charitable causes, over the past five years, Lucosky Brookman has donated over \$50,000 to the Make A Wish Foundation. The Make A Wish Foundation grants wishes to children with life-threatening medical conditions. According to the Make A Wish Foundation, the granting of wishes makes children feel stronger, more courageous, and more determined to overcome their illnesses. Many families and healthcare providers believe the wish experience is the turning point in a child's battle against their illness. Lucosky Brookman is proud to be an ongoing sponsor of the Make A Wish Foundation.

THE FIRM LOOKS FORWARD TO ONCE-AGAIN SPONSORING THE FAR HILLS RACE MEETING FOR THE SIXTH YEAR



Lucosky Brookman continues its philanthropic efforts each year by sponsoring and attending the Far Hills Race Meeting, also known as “The Hunt”. The Hunt is a charity horse race which benefits the Robert Wood Johnson University Hospital, RWJ Barnabas Health, and the Cancer Support Community of Central New Jersey. The event, which draws more than 35,000 spectators each year, has raised more than \$18,000,000 since 1950. 2021 will mark the sixth annual sponsorship of The Hunt by Lucosky Brookman.

“Each year The Hunt provides the Firm’s attorneys, clients, friends and colleagues an opportunity to build relationships in an informal and relaxing atmosphere while supporting a worthwhile charitable endeavor. We are looking forward to continuing to support the Far Hills Race Meeting in 2021 after the COVID epidemic.” -SETH BROOKMAN, *Partner of Lucosky Brookman*





A low-angle, upward-looking photograph of several modern skyscrapers with glass facades, set against a bright, cloudy sky. The buildings are arranged in a way that creates a sense of height and architectural scale. The overall color palette is dominated by blues and greys, with the white of the clouds providing contrast.

LB

2020

**PRACTICE
AREAS**

PRACTICE AREAS

CORPORATE, SECURITIES, BANKING AND FINANCE

Public Offerings
Private Placements (PIPEs)
Mergers and Acquisitions
Acquisition Financings
Joint Ventures
NYSE, NASDAQ and NYSE American Listing Matters
Uplistings
Exchange Act Reporting and SEC Compliance
Corporate and Commercial Transactions
Equity Lines of Credit
Recapitalizations (Reverse and Forward Splits)
Rule 144 Matters
General Corporate Matters
Corporate Governance
Term and Revolving Lending Transactions
Asset-based Lending Transactions
Revolving Lines of Credit
Letter of Credit Transactions
Bridge Loans
Workouts, Reorganizations and Loan Sales
Registration Statements (S-1, S-3, S-4, S-8, Form 10)
DTC Deposit Chill Representation

LITIGATION AND ARBITRATION

Commercial and Business Litigation and Arbitration
Securities Litigation and Arbitration
Administrative Actions before Regulatory Agencies
Regulatory Investigations (SEC, FINRA, and PCAOB)
Labor and Employment Litigation
Investor Litigation

INSURANCE COVERAGE AND DEFENSE

Mass Loss and Product Liability
Asbestos Litigation
Insurance Defense Litigation

INTELLECTUAL PROPERTY

Patent prosecution, trademarks, copyrights
Intellectual Property Due Diligence
Intellectual Property litigation
Commercialization Agreements (e.g. licensing, distribution, manufacturing, SASS, Privacy Policies)
Compliance with International Traffic in Arms Regulations and Export Administration Regulations

REAL ESTATE

Residential and Commercial Purchases and Sales
Joint Ventures
Real Estate Financing
Real Estate Leasing
Warehouse Restructures and Foreclosures



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