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O F F E R I N G M E M O R A N D U M

SEALED BID SALE



Quertle

THE ASSETS OF QUERTLE
ON BEHALF OF THE US BANKRUPTCY TRUSTEE

QUALIFYING ROUND BID DUE BY FEBRUARY 6TH

OFFERING MEMORANDUM

Braun International (“Agent”) has been engaged as the Seller for the sale by the Seller. The Assets are being offered for sale in an “As Is, Where Is” condition, and Seller and Agent make no representations or warranties as to the accuracy of the information contained in this Offering Memorandum. Sealed Bid Auction pursuant to Order of the United States Bankruptcy Court for the District of Nevada entered December 7, 2022 in Case No. 22-11421-mkn.

The enclosed materials include highly confidential information and are being furnished solely for the purpose of review by prospective purchasers of the Assets described herein. Neither the enclosed materials nor any information contained herein is to be used for any other purpose or made available to any other person without the express written consent of the Seller.

The use of this Offering Memorandum and the information provided herein is subject to change.

The enclosed materials are being provided solely to facilitate the prospective buyer's own due diligence for which it shall be fully and solely responsible. The material contained herein is based on information and sources deemed to be reliable, but no representation or warranty, express or implied, is being made by Agent or Seller or any of their respective representatives, affiliates, offers, employees, shareholders, partners or directors, as to the accuracy or completeness of the information contained herein.

All interested parties shall make their own measurements of the Assets or engage a third party to verify any and all measurements of the Assets contained herein. This offering memorandum has been prepared to provide summary unverified information to prospective purchasers, and to establish only a preliminary level of interest in the subject Assets. The information contained herein is not a substitute for a thorough due diligence investigation. Braun International has not made any investigation and makes no warranty or representation with respect to the income or expenses for the Assets, the size and square footage of the Assets and improvements, the presence or absence of contaminating substances, PCB's, or asbestos, the compliance with Local, County, State and Federal regulations, the physical condition of the improvements thereon, or the financial condition or business prospects of any tenant, or any tenant's plans or intentions to continue its occupancy of the subject Assets. All potential buyers must take appropriate measures to verify all of the information set forth herein. Summaries contained herein of any legal or other documents are not intended to be comprehensive statements of the terms of such documents, but rather only outlines of some of the principal provisions contained therein.

Neither the Agent nor the Seller shall have any liability whatsoever for the accuracy or completeness of the information contained herein or any other written or oral communication or information transmitted or made available or any action taken or decision made by the recipient with respect to the Assets. Interested parties are to make their own investigations, projects, and conclusions without reliance upon the material contained herein.

Seller reserves the right, at its sole and absolute discretion, to withdraw the Assets from being marketed for Sale at any time and for any reason. Seller and Agent expressly reserve the right, at their sole and absolute discretion, to reject any and all expressions of interest or offers regarding the Assets and/ or to terminate discussions with any entity at any time, with or without notice.

This offering is made subject to omissions, correction of errors, change of price or other terms, prior sale or withdrawal from the market without notice. Agent is not authorized to make any representations or agreements on behalf of Seller. Seller shall have no legal commitment or obligation to any interested party reviewing the enclosed materials, performing additional investigation and/or making an offer to purchase the Assets unless and until the binding written agreement for the purchase of the Assets has been fully executed, delivered, and approved by Seller and any conditions to Seller's obligations thereunder have been satisfied or waived.

By taking possession of and reviewing the information contained herein, the recipient agrees that (a) the enclosed materials and their contents are of a highly confidential nature and will be held and treated in the strictest confidence and shall be returned to Agent or Seller promptly upon request; and (b) the recipient shall not contact employees or tenants of the Assets directly or indirectly regarding any aspect of the enclosed materials or the Assets without the prior written approval of the Seller or Agent.

By accepting this marketing brochure, you agree to release Braun International, and the representing agent(s), and hold them harmless from any kind of claim, cost, expense, or liability arising out of your investigation and/ or purchase of this Assets.

THE ASSETS OF QUERTLE ON BEHALF OF THE US BANKRUPTCY TRUSTEE

INVESTMENT SUMMARY

- Offering Summary
- Company Information
- Quertle IP Assets

SEAL BID SALE INFORMATION

CONTACT FOR INFORMATION

T O D D W O H L

- Email: Todd@BraunCo.com
- Phone: 866.568.6638 x 101
- BraunCo.com

OFFERING SUMMARY

THE OFFERING

Summary of Assets being Sold

The assets are software and hardware associated with development of AI based research technology. Quertle's assets were used in the operation of a business which provided a suite of online search products that integrates, organizes, presents, and delivers relevant textual information in the educational, academic, pharmaceutical, medical and life science industries.

The assets are generally described by Quertle's website as follows:

Company Information

Created by Scientists, for Scientists.

Scientific journal articles, patents, grant proposals, and other published information are the foundation for most decisions in medical research and healthcare. There are countless search engine technologies, but still critical information is missed.

We are biomedical professionals. We share the pain, so we created a solution.

Understanding the limitations of keyword search, and even natural language processing and text mining methods, we focused on AI for finding, exploring, and understanding the most high-quality, relevant information from numerous sources. This Augmented Intelligence approach empowers everyone to save time, money, and Find What Matters®.

Our company mascot is the quetzal, believed by the Mayans to bring wisdom to mankind. This resplendent bird represents our mission: to discover insights and wisdom from information and thereby improve healthcare.



BEYOND a Biomedical Search Engine: AI-based Discovery That Matters

In every aspect of medical and life sciences – including drug development, neuroscience, toxicology, and much more – saving time and getting comprehensive information are the keys to getting ahead. Developed by life science professionals to help others find the answers they need, Qinsight™ is much more than a biomedical search engine – it provides unprecedented insights, using bio-specific artificial intelligence coupled with intuitive exploration and predictive visual analytics.

Qinsight uses multiple artificial intelligence layers to support plain English queries, find relevant documents, and identify concepts in biomedical literature that specifically relate to a user's search. Additional AI methods power predictive visual analytics, based on document meaning, that predict trends and find hidden connections. The goal of the many AI methods is to augment the user's intelligence and lead them to the critical information missed by traditional biomedical search tools.

Better than Traditional Biomedical Literature Search Engines

Qinsight finds the important information other approaches miss. Not only can Qinsight answer questions through literature discovery, the augmented intelligence approach helps information researchers find answers they didn't even know to seek.

Predictive Visual Analytics

Qinsight's Artificial Intelligence system can extract the meaning from huge volumes of documents across the field to:

- make predictions about which concepts will become more or less important over time
- discover hidden connections that uncover complexity missed elsewhere

Qinsight builds comprehensive interactive graphics that enable users to explore information visually and discover insights impossible to discern from lists of results.





Automatic Discovery of Concepts Important to Your Goals

Qinsight's AI automatically discovers concepts specifically related to your research interests. As you explore results, the AI updates the relevant concepts on the fly.

Comprehensive Content

Qinsight's content database includes so much more than PubMed and related biomedical search engines. Qinsight covers more than 50 million documents, including biomedical literature, journal articles, grant proposals, clinical trials, patent applications, and more. And, over 22 million of the documents are full-text, meaning methods, discussion, and other informative content is discoverable. Plus, for users with a subscription to Dow Jones Factiva content, that too is discoverable in Qinsight. Just imagine what you can learn from the power of Artificial Intelligence-based discovery and predictive visual analytics, combined with comprehensive content.

VIDEOS ON QUERTLE CAPABILITES

- **Value Proposition to Customers:**
Click Here: <https://www.youtube.com/watch?v=MDggaTNE8iQ>
- **Demonstration of Qinsight's capabilities using COVID-19:**
Click Here: https://www.youtube.com/watch?v=-sdyBYof_0E
- **Demonstration of Qinsight's capabilities for drug repurposing:**
Click Here: <https://www.youtube.com/watch?v=W7BuAcwFGJM>
- **Demonstration coupled with training on how to use Qinsight:**
Click Here: <https://www.youtube.com/watch?v=asT7-4pvT5k>

QUERTLE IP ASSETS

Qinsight Software Code including the following Trade Secrets

- Methods for entity disambiguation including methods for understanding abbreviations and acronyms
- Modified NLP for deeper discovery of relevant documents
- Methods for discovery of Key Concepts within a set of results
- Methods for discovery of trends
- Methods for discovery of connections
- Methods for interpreting the user's query
- Methods for sorting by Relevance
- Methods of categorizing documents for the Category Map

QCE (Quertle Content Enrichment) – a content enrichment web service for biomedical and life science publishers, including methods for calculating the probability an article is about

- a specific medical practice area
- stage (clinical or preclinical)
- specific topic areas
- key methods

plus a listing of key concepts mentioned organized by category (disease, anatomy, genetic factor, compound, organism, and many more).

Ontology/Dictionary – an extensive ontology and entity dictionary covering

- human diseases
- signs
- symptoms
- injuries
- animal-specific diseases
- plant diseases
- biological processes
- fields of study
- animals
- plants
- fungi
- microbes
- viruses
- human anatomy
- non-human animal anatomy
- plant anatomy
- cell types
- cell objects
- methods
- biologics including vaccines, monoclonal antibodies, siRNA, oligonucleotide therapies, etc.
- cell lines
- protein-encoding genetic factors
- protein complexes
- non-coding RNAs including lncRNAs, circRNAs, miRNAs, and piRNAs
- chemicals
- geographic regions
- organizations including companies, non-profits, and educational institutions
- and more

plus definition of Power Terms™ (recognizing members of a class). The ontology also contains information for disambiguation of entity names (e.g., how to know when “bad” means “not good”, the “gene bad”, etc.).



QUERTLE IP ASSETS

Registered Trademarks

- Quertle®
- Quetzal®
- Find What Matters®
- Power Term®

Unregistered Trademarks

- BioAI™
- Wisdom from Literature™
- Qinsight™
- Qexplorer™

Domain Names

- quertle.com
- quertle.info
- quertle.org
- quertle.net
- qinsight.info
- quetzalsearch.info
- quetzalsearch.com
- quetzal-search.info
- quetzal-search.com
- pubmedalternative.com
- lifesciencesearchengines.com
- biomedicalsearchengines.com
- q-notify.com

Other Intellectual Property

- Social media accounts (LinkedIn, Twitter, Facebook)
- Customer list



QUALIFYING ROUND BID DUE BY FEBRUARY 6TH

REGISTRATION DEPOSIT - \$25,000

- Wire to Braun International in advance of your bid (fully refundable if you are not awarded the Winning Bidder or Backup Bidder)
- Proof of funds in bidders name from a US bank. POF must be either most current statement or daily balance

PROCESS TO BID

In order to become a “Qualified Bidder” eligible to participate in the sale process, a party must, no later than the Initial Bid Deadline:

- a) Execute and deliver to Braun a Confidentiality and Non-Disclosure Agreement which upon delivery to Braun as agent for the Trustee will allow them to access the dataroom; available at Braunworldbid.com, email to Todd@BraunCo.com
- b) Execute and deliver to Braun the Sealed Bid Sale Offer Form containing the Qualified Bidder’s initial bid, available at Braunworldbid.com and email to Todd@BraunCo.com no later than February 6TH, 2023
- c) Provide sufficient information to Braun regarding the proposed purchaser and the proposed acquisition consideration to enable the Trustee to evaluate the capability of the proposed purchaser to complete the transaction and the feasibility and valuation of the proposed consideration
- d) Deposit with Braun cash or equivalent in the amount of \$25,000 in immediately available funds (“Bidder Deposit”). The deposit of the Winning Bidder (defined below) will be applied towards the purchase price. The deposits of all other Qualified Bidders (other than the Back Up Bidder) will be returned to them within five (5) days following entry of the Sale Approval Order (defined below). Contact David@braunco.com for wiring information.
- e) The Trustee may accept bids for the Sale Assets by lots (that is, by portions of the assets) as Braun and the Trustee will identify prior to the close of the Sale, and also bids for the Sale Assets as a whole, in order to encourage Qualified Bidders to bid in the aggregate the highest and best prices for the Sale Assets. The Trustee will have the final decision to accept the bids by lots if the aggregate sale price for the lots exceeds the highest and best bids for the Sale Assets as a whole, leaving for the Trustee the discretion in the exercise of his business judgment which bid or bids constitute the highest and best bid or bids for the Sale Assets.
- f) The bids will be kept “sealed,” meaning that no information regarding a particular Qualified Bidder’s initial bid will be shared with other Qualified Bidders.

HIGHEST AND BEST ROUND OF SEALED BID & SELECTION OF WINNING BIDDER

- Braun will notify those top one-third (1/3) bidders that they are eligible to submit to Braun their Highest and best bid.
- The Highest and Best Round bid must be submitted on the Asset Purchase Agreement, available at Braunworldbid.com email to David@braunco.com
- The Trustee will select the highest and best bid for each lot of Sale Assets or, if greater in the aggregate, for the whole bundle of Sale Assets, and will so notify each winning bidder (“Winning Bidder”). The Trustee may also select the second highest bid for any Sale Asset (“Back Up Bidder”).
- The Winning Bidder shall have one day from the Trustee’s acceptance of the winning bid to (i) execute an Asset Purchase Agreement (“Purchase Agreement”), and (ii) deposit with Braun the balance of the purchase price. In the event that the Winning Bidder fails to timely comply with both (i) and (ii) above, then Braun will notify the Winning Bidder of its disqualification from the process and forfeiture of deposit, and Braun will notify the Back Up Bidder (or Back Up Bidders, if the sale is in lots) that it (or they, if the sale is in lots) is (or are) now the Winning Bidder(s).

CONTACT TODD WOHL FOR INFORMATION

- Email: Todd@BraunCo.com
- Phone: 866.568.6638 x 101
- BraunCo.com

DISCLAIMER

This memorandum is provided for the sole purpose of allowing a potential buyer to evaluate the Assets. The potential buyer is urged to perform its own examination and inspection of Assets, and shall rely solely on such examination and investigation and not on this brochure or any materials, statements or information contained herein or otherwise provided. Neither Braun, its members, managers officers, employees or agents, nor any of its partners, directors, officers, employees and agents, nor seller, make any representations or warranties, whether express or implied, by operation of law or otherwise, with respect to this memorandum, the Assets or any materials, statements or information contained herein or relating thereto, or as to the accuracy or completeness of such materials, statements or information, or as to the condition of the Assets, quality or fitness of the Assets, or assumes any responsibility with respect thereto. Such materials, statements and information have in many circumstances been obtained from outside sources and have not been tested or verified. Projections, in particular, are based on various assumptions and subjective determinations as to which no guaranty or assurance can be given. Without limiting the foregoing, in the event this brochure contains information relating to any “hazardous materials” in relation to the Assets, such information shall in no way be construed as creating any warranties or representations, expressed or implied, by operation of law or otherwise, by Braun, broker, sales agents or seller, as to the existence or non-existence or nature or extent of hazardous materials in, under, on or around the Assets. This brochure is provided subject to errors, omissions, prior sale, change of price or terms and any other changes to the materials, statements and information contained herein or relating to the Assets. Braun will not be responsible if the Assets are unsatisfactory to the buyer in any way. Braun suggests each buyer obtain appropriate advice from investment professionals prior to purchasing the Assets.
