



MDB FORWARD-LOOKING STATEMENTS & DISCLOSURES

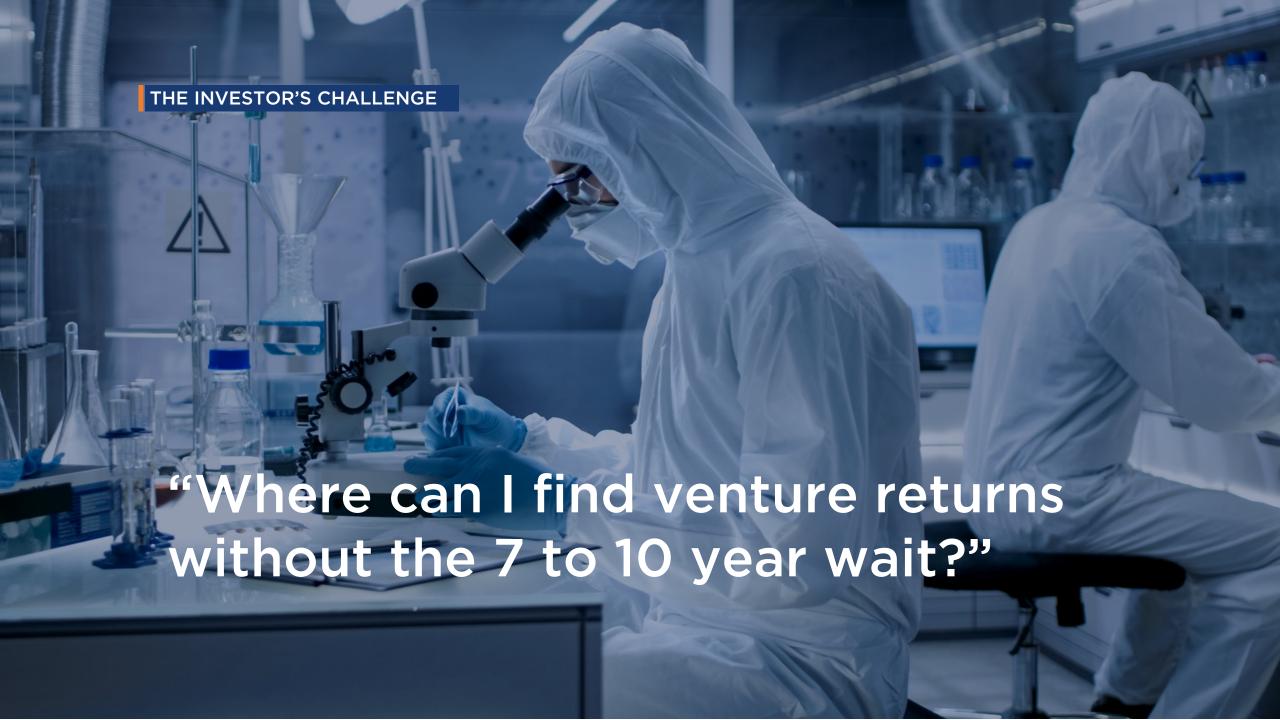
This presentation contains "forward-looking statements." These forward-looking statements are made as of the date they were first issued and were based on current expectations, estimates, forecasts and projections as well as the beliefs and assumptions of management. Words such as "expect," "anticipate," "should," "believe," "hope," "target," "project," "goals," "estimate," "potential," "predict," "may," "will," "might," "could," "intend," "shall" and variations of these terms or the negative of these terms and similar expressions are intended to identify these forward-looking statements.

Forward-looking statements are subject to a number of risks and uncertainties, many of which involve factors or circumstances that are beyond MDB's control. MDB's actual results could differ materially from those stated or implied in forward-looking statements due to a number of factors, including but not limited to, risks detailed in documents that may be filed by MDB from time to time with the SEC. The forward-looking statements included in this message represent MDB's views as of the date of this message. MDB anticipates that subsequent events and developments will cause its views to change. MDB undertakes no intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. These forward-looking statements should not be relied upon as representing MDB's views as of any date subsequent to the date of this presentation.

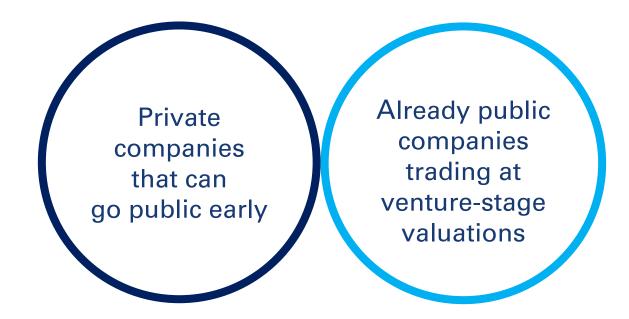
Unless clearly stated, nothing herein shall be construed to be an offer to sell, nor a solicitation of an offer to buy, any financial product. Past performance is not indicative of future results.

As part of our obligation to help you better understand what we do, compared to other brokerage firms in the industry, we are providing you with our Client Relationship Summary, or Form CRS. Form CRS is the uniform disclosure that provides succinct information about a firm's services and responsibilities, fees and costs, and standards of conduct. Please follow this link to review MDB Capital's Form CRS: https://www.mdb.com/disclosures/customer-relationship-summary/

MDB Capital is a wholly-owned subsidiary of MDB Capital Holdings (NASDAQ: MDBH) and a broker-dealer registered with the U.S. Securities and Exchange Commission, a member of FINRA and a member of SIPC.



The Public Venture Asset Class



Traditionally known as the microcap and small-cap markets

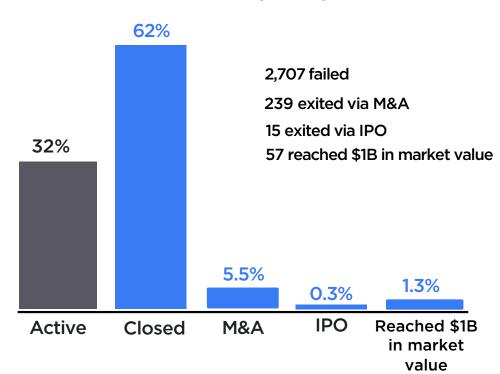
Public and private companies with market capitalization between \$50 million and \$2 billion

Over \$100 Billion in financings per year, on average

We believe public venture outperforms traditional venture

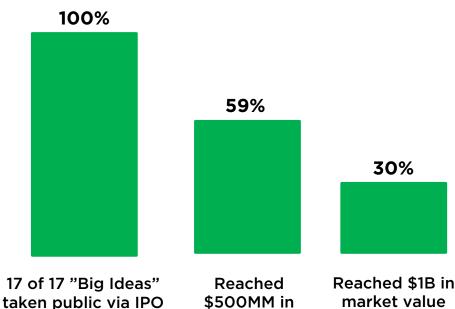
TRADITIONAL VENTURE

Outcomes for 4,369 US startups incorporated in 2018



MDB PUBLIC VENTURE

Outcomes for MDB's curated companies since 1997



Source: MDB Capital, 2025

or public offering

None of the information contained herein is intended to imply that past performance will recur or predict or project the performance of an investment or investment strategy.

market value

The better place for high-growth, high-return, and high-impact investments

Public Venture	vs.	Traditional Venture Capital
Open access to all investors	Access	Funds are closed, invitation-only or require high minimums
Public market liquidity & transparency	Liquidity	Long time to liquidity, limited transparency
Investor selects individual company deals to participate in	Selectivity	Fund manager selects investments
No lengthy lock-up periods; relatively short time to reach public markets	Lock-Up	Long lock-up periods and/or time to reach public markets for liquidity
No performance fees or minimums	Fees	Performance and management fees



Curated Public Venture Capital

Asymmetrical return potential with public market liquidity

MDB creates value by transforming disruptive technology "Big Ideas" into valuable public companies

28 years of turning ideas into billion-dollar plus market valuations

Outcomes for MDB's curated public venture companies since 1997

100% Taken Public

100% of companies taken public via IPO or a public offering

100% Premium

100% of companies traded at 100% premium to IPO price

\$1 Billion Value

Approximately 30% reached \$1 Billion in market value



Acquired by Sanofi for \$2.9B



Idea to \$1B peak public market valuation



Idea to \$1B peak public market valuation



Acquired by Pfizer for \$14B



Idea to \$3.5B peak public market valuation

Public Venture Investing Framework and Comprehensive Backtesting Analysis

A more dynamic, data-informed approach to exit planning and capital recycling within venture portfolios

- Based on our history of successfully taking 100% of our Big Idea companies public
- Simulates various exit strategies for investors across MDB's historical "Big Idea" Investments
- Utilizes the historical performance of all 17 MDB "Big Idea" investments spanning from 1997 to 2024





Comprehensive Backtesting
Analysis of Investment Strategies:

Performance Assessment Across Different MDB Capital Portfolio Companies

May 2025

Our approach makes us different

 Identify disruptive ideas/companies with unrealized potential to become new category leaders that meet our criteria



Discovery & Diligence

2. Stand them up to become companies built to lead new categories



Leadership development process

3. Take them public early to accelerate their growth and share the risk



Public venture approach

4. Continue to support their growth & impact to realize full market value



Ongoing engagement and financing

Our capabilities make us unique

Community of Investors

Value-creating, individual investors support pre- and post-financing

Discovery & Diligence

Intelligence platform and process for strategic business and technology leadership development





Venture-focused Broker Dealer

Purpose-built for public venture to provide frictionless investing and financing



QSBS 1202 Investments

to create potential capital gains tax savings

We only partner with potential leaders in new categores

Venture-stage companies or disruptive technologies that meet these key criteria:

Strong IP Position

Robust, defensible IP position with broad claims covering the technology.

Large Market Potential

Large market opportunity (\$1 Billion+) and/or solves a big unmet need.

Tech Leadership Potential

Well-defined tech differentiation to enable leadership in a new category.

Early/Near Term Inflection Point

Reasonable timeline and cost required to validate technology feasibility and leadership in commercial marketplace.

Platform Technology

Core tech that can be deployed across different verticals or indications.

Clear Market Insertion

Tech disruption is sufficient to incentivize channel partners or gatekeepers to easily adopt and enter the market.



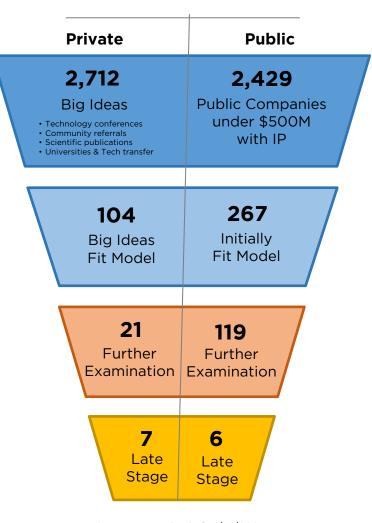
Nobody can curate public venture like MDB

- We built PatentVest
- We developed an objective process
- We continue to invest in an analyst training program
- We keep learning and refining our process

Our Goal:

Enable investors to create a portfolio of 10-12 MDB curated public venture companies over time

MDB PIPELINE - FIRST HALF2025



Source: MDB Capital, 7/31/2025

Expert IP intelligence and diligence process curates better opportunities

(P) PATENTVEST

The Diligence Behind MDB Deals

 MDB deep tech screening, curation and IP diligence over past 20 years has been done using our PatentVest intelligence and process

Delivers Superior IP Intelligence

- Comprehensive IP

 analysis and technology
 insights can reveal market
 leadership potential.
- Intelligence impacts business, IP, innovation R&D and financial strategies

IP diligence process gets to the truth quickly

- Expert analysts and process reveal the true potential in the technology
- Drives fully-informed, better decision-making on technologies and investments

PatentVest IP Services Available to Outsource

- Outsource IP services:
 - IP Intelligence
 - IP Audit
 - CIPO Solution
 - o Intelligent Innovation™
- Minimize risk by selecting better deals based on deep IP diligence

Value-creating community of investors funds our opportunities with passion

Qualified and Curated Investors

- Individual HNW investors, select Family Offices and RIAs
- Accredited with meaningful experience with venture-stage companies.
- Many investors also inventors and business leaders with domain expertise.

Missionaries Not Mercenaries

- Public market companies need investor communities
- Create value and lasting impact through financing and partnering with companies.
- Participate deal-by-deal in companies they care about

Share Expertise & Resources

 Members proactively contribute expertise and resources to help vet and support qualified venturestage technologies and companies.

Aligned Interests

- MDB seeks to take meaningful equity positions.
- That means everyone wins the same way — on execution as committed and loyal investors.

Makes it easier for investors to participate and public venture deals to get done



Purpose-built clearing platform

- Exclusive clearing platform for MDB Capital investors and account holders
- Enables self-clearing for private and public offerings
- Registered and member of FINRA and SIPC

Takes the friction out of investing

- Personalized and hands-on concierge financial services
- Streamlines deal participation, trading and settlement
- Trade and manage your account online or call our live, dedicated team to assist you
- Ensures trades and settlement are completed quickly and effectively

Flexible investment tools & options

- MDB Direct: Our powerful online platform and mobile app to manage account and invest efficiently
- Self-directed IRA platform with Strata
 Trust provides wide array of investment options not found in conventional IRAs.
- Earn interest on idle cash balances with Invesco Money Market Fund

Tax advantages for investing in Qualified Small Business Stocks (QSBS)

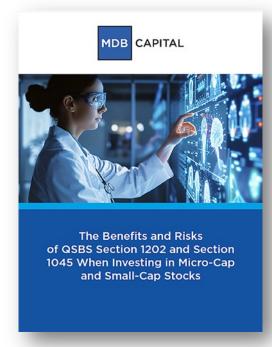
Most MDB Deals Provide QSBS Opportunity

 QSBS refers to stock issued by a Qualified Small Business (QSB) that meets specific criteria under IRC Section 1202

Reduce Tax Liability with QSBS 1202

 Avoid paying taxes on up to 100% of capital gains up to \$10 million or 10X the adjusted basis (which ever is greater) on investments made in Qualified Small Business Stocks that meet specific IRC criteria

Ask for Our Report



Investors should always consult with their financial, tax, accounting and legal advisors to determine the best course of action for their investments given the complexity of QSBS under IRC Sections 1202 and 1045. MDB Capital is not a tax, accounting or legal advisor and does not provide tax, accounting or legal advice.

Two ways to invest in Public Venture

Active

Invest in individual MDB opportunities

- Invest deal-by-deal with MDB on its fullydiligenced pipeline of opportunities each year
- o Each investment provides its own stock
- Hold or trade individual investments to suit investment goals
- Over time, investors create a public venture portfolio by investing in MDB opportunities

Passive

Invest in MDBH Stock

- MDB owns common shares of the companies it finances.
- Thus, every share of MDBH stock also includes value from the portfolio of companies MDBH finances
- Every new company MDBH finances adds potential value to MDBH stock
- Shareholders can receive value in the form of a stock or cash dividend when MDB sells/exits its position in a portfolio company

MDBH shareholders may realize value in multiple ways

- + Access to new pre-IPO, "Big Idea" company financings
- + Access to MDB-curated public company financings
- + Growth in MDB enterprise value
- + Potential stock and/or cash distributions
- + Potentially favorable tax treatment via QSBS Section 1202

There's more value in owning MDBH stock than you may realize

Within **MDBH** stock, MDB owns:





Potential stock or cash distributions to shareholders as MDB portfolio company positions are sold

+ MDB cash holdings

Source: MDB Capital as of 6/30/2025

Join our investor community while it is open to new investors

Start with an MDB Direct account to participate

Important benefits:

- o Access to upcoming MDB deals
- Allocation preference when investing in deals
- Access to our online investment platform and mobile app
- o Access to our private investor Community Portal



