

LIGHTPATH CAPITAL, INC.  
Business Continuity Plan (BCP)

**I. Emergency Contact Persons**

Our firm's two emergency contact persons are: Mark Richardson, 213-378-8842, [mark@lightpathcapital.com](mailto:mark@lightpathcapital.com) and Louie Ucciferri, 818-481-7641, [louie@lightpathcapital.com](mailto:louie@lightpathcapital.com). The firm will provide FINRA with the contact information for the two emergency contact persons: (1) name; (2) title; (3) mailing address; (4) email address; (5) telephone number; and (6) facsimile number through the FINRA Contact System (FCS). Louie Ucciferri will promptly notify FINRA of any change in this information through FCS (but no later than 30 days following the change) and will review, and if necessary update, this information within 17 business days after the end of each calendar year.

**II. Firm Policy**

Our firm's policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees' lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the firm's books and records, and allowing our customers to transact business. In the event that we determine we are unable to continue our business, we will assure customers prompt access to their funds and securities.

A. Significant Business Disruptions (SBDs)

Our plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only our firm's ability to communicate and do business, such as a fire in our building. External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption. Our response to an external SBD relies more heavily on other organizations and systems.

B. Approval and Execution Authority

Louie Ucciferri, a registered principal, is responsible for approving the plan and for conducting the required annual review. Louie Ucciferri has the authority to execute this BCP.

C. Plan Location and Access

Our firm will maintain copies of its BCP plan and the annual reviews, and the changes that have been made to it for inspection. An electronic copy of our plan is located on the firm's computers and on its Sharefile cloud storage at [www.sharefile.com](http://www.sharefile.com).

**III. Business Description**

Our firm conducts business in mergers and acquisitions and raising equity and debt capital for private companies primarily from institutional sources and accredited investors. Furthermore, we do not hold customer funds or securities. We do not accept or enter orders.

#### **IV. Office Locations**

##### **A. Office Location #1**

Our Location #1 Office is located at 1560 E Southlake Blvd., Suite 100, Southlake, TX 76092. Its main telephone number is 214-734-2957. Our employees may travel to that office by means of foot, car, subway, train, and bus. We do not engage in order taking and entry at this or any location.

#### **V. Alternative Physical Location(s) of Employees**

In the event of an SBD, we will move our staff from affected offices to the closest of our unaffected office locations. If none of our other office locations is available to receive those staff, we will move them to 4913 Bateman Road, Keller, TX 76244. Its main telephone number is 818-481-7641.

#### **VI. Customers' Access to Funds and Securities**

Our firm does not maintain custody of customer funds or securities. The limited nature of our business consists exclusively in Mergers and Acquisitions and Private Offerings to institutional capital sources and accredited investors. We will never have any financial obligations to customers as all funds involved in these transactions are either remitted directly to our clients by institutional capital sources or handled by independent escrow agents. We cannot receive or hold any customer funds or securities, as this is not permitted under our exemption from SEC Rule 15c3-3. If our liabilities exceed our assets in violation of Securities Exchange Act Rule 15c3-1, we will notify the SEC, FINRA and any other appropriate regulatory authorities, and provide our books and records if requested.

#### **VII. Data Back-Up and Recovery (Hard Copy and Electronic)**

Our firm maintains its primary hard copy books and records and its electronic records at 1560 E Southlake Blvd., Suite 100, Southlake, TX 76092. Louie Ucciferri, 818-481-7641 is responsible for the maintenance of these books and records. Our firm maintains the following document types and forms:

- Corporate Financial Records
- Correspondence – both written and electronic
- Offering Materials
- Engagement Letters and other contractual obligations
- Subscription Agreements
- Due Diligence Files

Our firm maintains its back-up hard copy books and records at the Firm's main office. These records consist of the firm's internal accounting records, subscription agreements and paper copies. Louie Ucciferri, CCO. 818-481-7641, is responsible for the maintenance of these back-up books and records. If our primary site is inoperable, we will continue operations from the back-up site or an alternative location. For the loss of electronic records maintained at the Firm's main office, we will physically recover the hard copy data from our primary site at www.sharefile.com . In addition, the firm's records are also backed up on-line daily at www.carbonite.com so that they could be accessed in the event of a disruption at its primary location.

## **VIII. Financial and Operational Assessments**

### **A. Operational Risk**

In the event of an SBD, we will immediately identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, critical counterparties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include telephone voice mail, and secure e-mail. In addition, we will retrieve our key records as described in the section above, Data Back-Up and Recovery.

The financial and operational risks in the event of an internal SBD are not great. The firm's assets are substantially all allowable, as defined by SEC Rule 15c3-1 and consist of cash in FDIC insured bank accounts. The internal accounting records needed to maintain the business are located both onsite and offsite and stored electronically on the cloud through Sharefile.com. We do not foresee that an internal SBD would significantly impair its ability to conduct business from a financial or operational standpoint. This information will be reviewed and the BCP amended as necessary on an annual basis or at any time that circumstances dictate.

### **B. Financial and Credit Risk**

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact our critical banks to apprise them of our financial status. If we determine that we may be unable to meet our obligations or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our obligations to our customers and clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps,

## **IX. Mission Critical Systems**

Our firm's conduct business is exclusively in (1) Mergers and Acquisitions and (2) Private Offerings of Securities. Therefore, our only mission critical systems are our internal electronic and paper records located at our main office. All data on this system is backed up daily and is stored in an appropriately safe location.

#### A. Mission Critical Systems

Our firm does not receive orders from customers and the firm's operations can continue uninterrupted from an alternative site.

##### 1. **Order Taking**

Therefore, our only mission critical systems are our internal electronic and paper records. All data on this system is backed up daily and is stored in an appropriately safe location.

##### 2. **Order Execution**

We do not execute orders.

#### B. Mission Critical Systems Provided by Our Clearing Firm

Our firm does not have any clearing arrangement with other Broker-Dealers. The Firm acts only as an agent in all transactions that the Firm is approved to engage in. Our firm's Mission Critical Systems consist of our electronic and paper records located at the firm main office.

### **X. Alternate Communications Between the Firm and Customers, Employees, and Regulators**

#### A. Customers

We now communicate with our customers using the telephone, e-mail, fax, U.S. mail, and in person visits at our firm or at the other's location. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

#### B. Employees

We now communicate with our employees using the telephone, e-mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. We will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers. We have identified persons, noted below, who live near each other and may reach each other in person:

The person to invoke use of the call tree is: Louie Ucciferri

<b>Caller</b>	<b>Call Recipients</b>
<i>Louie Ucciferri</i>	<i>Mark Richardson</i>

C. Regulators

We communicate with our regulators using the telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

**XI. Critical Business Constituents, Banks, and Counter-Parties**

A. Business constituents

We have contacted our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors providing us critical services), and determined the extent to which we can continue our business relationship with them in light of the internal or external SBD. We will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of a SBD to them or our firm. Global Relay, Appriver, Sharefile, and Carbonite.

B. Banks

We have contacted our banks and lenders to determine if they can continue to provide the financing that we will need in light of the internal or external SBD. The bank maintaining our operating account is: Chase Bank, 1333 4<sup>th</sup> Street, Santa Monica, CA 90401, Attn: Branch Manager. If our banks and other lenders are unable to provide the financing, we will seek alternative financing immediately from Mark Richardson, the firm's Principal.

### C. Counter-Parties

We do not have counter-parties and we do not carry out transactions in our course of business.

## **XII. Regulatory Reporting**

Our firm is subject to regulation by: FINRA, SEC, and State Securities Divisions where the Firm is registered in. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC, FINRA, and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

### **SEC – Los Angeles Region**

Michele Wein Layne, Regional Director  
444 S. Flower St., Suite 900  
Los Angeles, CA 90071  
(323) 965-3998  
e-mail: [losangeles@sec.gov](mailto:losangeles@sec.gov)

### **FINRA District #2 – Los Angeles**

FINRA Liaison Officer  
300 S. Grand Avenue, Suite 1700  
(213) 229-2300  
Fax: (213) 617-3299

## **XIII. Disclosure of Business Continuity Plan**

Attached is our written BCP disclosure statement we provide customers at account opening. We also post the disclosure statement on our website and mail it to customers upon request.

## **XIV. Updates and Annual Review**

Our firm will update this plan whenever we have a material change to our operations, structure, business or location or to those of our clearing firm. In addition, our firm will review this BCP annually, on December 1st, to modify it for any changes in our operations, structure, business, or location or those of our clearing firm.

**XV. Senior Manager Approval**

I have approved this Business Continuity Plan as reasonably designed to enable our firm to meet its obligations to customers in the event of an SBD.

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Louie Ucciferri, CCO, AMLCO

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Signature

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Date

### **LightPath Capital's Business Continuity Plan**

LightPath Capital has developed a Business Continuity Plan on how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, we are providing you with this information on our business continuity plan.

**Contacting Us** – If after a significant business disruption you cannot contact us as you usually do at 214-734-2957, Louie@LightPathCapital.com, you should call our alternative number 818-481-7641 or go to our website at [www.LightPathCapital.com](http://www.LightPathCapital.com).

**Our Business Continuity Plan** – We plan to quickly recover and resume business operations after a significant business disruption and respond by safeguarding our employees and property, making a financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, our business continuity plan is designed to permit our firm to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

Our business continuity plan addresses: data backup and recovery; all mission critical systems; financial and operational assessments; alternative communications with customers, employees, and regulators; alternate physical location of employees; critical supplier, contractor, bank and counter-party impact; regulatory reporting; and assuring our customers prompt access to their funds and securities if we are unable to continue our business.

**Varying Disruptions** – Significant business disruptions can vary in their scope, such as only our firm, a single building housing our firm, the business district where our firm is located, the city where we are located, or the whole region. Within each of these areas, the severity of the disruption can also vary from minimal to severe. In a disruption to only our firm or a building housing our firm, we will transfer our operations to a local site when needed and expect to recover and resume business within 24 hours. In a disruption affecting our business district, city, or region, we will transfer our operations to a site outside of the affected area, and recover and resume business within 72 hours. In either situation, we plan to continue in business, transfer operations to alternate locations if necessary, and notify you through our website at [www.LightPathCapital.com](http://www.LightPathCapital.com) or our customer emergency number, 818-481-7641, on how to contact us. If the significant business disruption is so severe that it prevents us from remaining in business, we will assure our customer's prompt access to their funds and securities.

**For more information** – If you have questions about our business continuity planning, you can contact us at 214-734-2957 or [Louie@LightPathCapital.com](mailto:Louie@LightPathCapital.com)