US CAPITAL GLOBAL
ASSET MANAGEMENT & CORPORATE FINANCE

US Capital Global provides sophisticated debt, equity, and investment products to lower middle market companies and investors, using the latest FinTech and RegTech innovation.

INVESTMENT OPPORTUNITY

DIANOMI Therapeutics

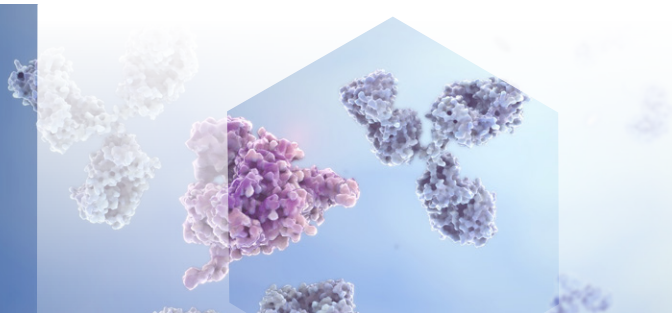
US Capital Global Dianomi PRA, LLC

MEMBERSHIP UNITS $7,000,000

INVESTMENT OVERVIEW

DIANOMI THERAPEUTICS, INC.

Pre-clinical Drug Development and Therapeutics



COMPANY OVERVIEW

Dianomi is a development-stage biopharmaceutical company advancing a pipeline of next-generation treatments targeting autoimmune diseases. Their proprietary technology, the Mineral Coated Microparticle ("MCM") drug delivery platform, is designed to provide sustained release and delivery of new and approved drugs, for greatly improved stability, safety, efficacy, and with a more convenient dosing regimen.

PRODUCTS & SERVICES

The MCM technology allows Active Pharmaceutical Ingredients ("API") to bind and retain their function and structure, providing drug release at the intended place and time. This process helps overcome the issue of a short half-life by providing sustained delivery of APIs from minutes to months. Dianomi Therapeutics is developing three different versions of Anakinra (IL-1Ra) with the MCM system for three different therapeutic applications: Acute Respiratory Distress Syndrome ("ARDS"), Osteoarthritis of the Knee ("OAK"), and gout.

PROGRAM INDICATION	PRECLINICAL PROOF OF CONCEPT STUDIES	GMP MANUFACTURING INITIATED	PRECLINICAL SAFETY STUDIES	ANIMAL EFFICACY	IND-ENABLING SAFETY/TOX	NEXT ANTICIPATED MILESTONE*
DTX020 – MCM MEDIATED IL-1Ra COVID-19 ARDS PATIENTS – SINGLE DOSE GOOD FOR 10-14 DAYS**						Thru 1H 2021 Animal Efficacy & Safety Work; IND 2H 2021
DTX010 – MCM MEDIATED IL-1Ra OSTEOARTHRITIS OF THE KNEE (OAK) – 90 DAY DURATION OF EFFECT						Animal Safety-Tox Q2 2022; IND Q2 2023
DTX030 – MCM MEDIATED IL-1Ra GOUT AND OTHER INFLAMMATORY DISEASES						NIH Grant Awarded Q3 Thru 1H 2021 Animal Efficacy & Safety Work
DTX040 – MCM MEDIATED IL-2 ONCOLOGY/GRAFT VERSUS HOST DISEASE (GVHD)***						Preclinical Animal Safety & Efficacy Work –1H 2021
DTX050-DTX080 – MCM VACCINE/PLASMA SUBUNIT, mRNA VACCINE INFECTIOUS DISEASE PROGRAMS						Soliciting Therapeutic and Institutional Partnership and Grant Opportunities

*Anticipated Dates Subject to Financing and other Considerations ** ARDS - Acute Respiratory Distress Syndrome

*** IL-2 GVHD Program is Under a Collaboration Agreement; IL-2 Biologic Manufacture Relationship Secured

STRATEGY

Dianomi's business model combines (i) drug-delivery technology as a core competency with (ii) FDA-approved products already proven to yield patient treatment results. Dianomi's initial API focus is with Anakinra (trademarked as Kineret) – a product that has been on the global market for almost 20 years and is approved for rheumatoid arthritis as a daily injection. With a sustained drug release system like the MCM technology, Anakinra's short 4-6 hour half-life and frequent dosing schedule can be overcome, greatly expanding Anakinra's potential utility beyond its current use. Using an approved API like Anakinra provides regulatory agencies, physicians, and market participants with a higher level of comfort, given the significant amount of patient experience, and worldwide research available, which should translate into a quicker regulatory pathway and commercialization process.

With the proceeds raised in this financing, Dianomi plans to complete Phase 1 human clinical trials for ARDS in COVID-19 patients, a significant value creating milestone for the Company. Due to its short half-life, Kineret (Anakinra) for ARDS patients requires up to 13 injections over a 10-day period. Dianomi is looking to develop 1-2 injections good for 10-14 days, something both patients and healthcare providers should embrace. The cost of 13 doses of Kineret is about $2,000, providing a very attractive pricing floor.

Based on Dianomi's current business plan, the company hopes to provide a liquidity event for investors in 3-4 years, in an IPO or possible sale of the Company. This is a relatively quick exit plan for investors versus more traditional biotech companies that often stay private for 5-8 years.

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PRODUCT MARKET OPPORTUNITY

ARDS: $6 billion market – Separate from COVID-19 there are approximately 3 million patients worldwide.
OAK: multibillion market – 15 million patients in the US alone with aging and obesity adding to its growth.
Gout: $4.3 billion market (2027) – In the US alone, 10 million patients experience one gout flare per year.

The biotech and pharmaceutical industries are competitive markets with FDA regulatory oversight and long product development cycles.

CORE TEAM

- **Barry Kurokawa**, CEO, Co-Founder
- **William Murphy**, PhD, CSO, Co-Founder
- **Martin Ostrowski**, JD, President, Co-Founder
- **Anna Clements**, PhD, Sr. Scientist, Co-Founder

THE OPPORTUNITY

Company	Dianomi Therapeutics, Inc.
Website	www.dianomitx.com
Sector / Industry	Healthcare / Biotechnology
Year Founded	2017
Stage	Pre-Clinical Trials
Raised to Date	$3.8 million
Headquartered	Madison, WI, United States
Series	Series A
Deal Amount	$7 million
Pre-money Valuation	$25 million [1]
Target Post Valuation	$32 million
Shares Sought	2,527,076
Type of Stock	Convertible Preferred
Share Price	$2.77
Liquidation Preference	Senior to Common Stock
Dividend	Yes, non-cumulative [2]
Conversion Ratio	1:1

ISSUER: POOLED INVESTMENT VEHICLE

Issuer	US Capital Global Dianomi PRA, LLC
Offering	Up to $7,000,000 in Membership Units (the "Offering")
Price / Minimum Purchase	$1 / 25,000 Units
Placement Agent (fee)	US Capital Global Securities, LLC (6.5% cash; 6.5% warrants, paid by Company)
Manager (fee)	US Capital Global Investment Management, LLC (1.25% p.a., paid by Company) [3]

US Capital Global Securities, LLC ("USCGS") is offering 7,000,000 Membership Units in US Capital Global Dianomi PRA, LLC, a Pooled Investment Vehicle (the "PIV" or "Issuer") on a "best efforts" basis. The PIV will be managed by US Capital Global Investment Management, LLC ("USCGIM" or the "Manager"), investing in Series A preferred stock of Dianomi Therapeutic, Inc. ("Dianomi" or the "Company") on terms as outlined under "The Opportunity." [4] The Company will use the proceeds primarily for drug development and general working capital.

CONTACT

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RISK FACTORS[5]

An investment in Dianomi Therapeutics, Inc. involves a high degree of risk. One should carefully consider the risks described below, together with all available information describing this offering and the Company. If any of the following risks actually occur, the business, financial condition, or results of operations could suffer. In such case, the value of an investment could decline, and you may lose all or part of your investment.

Company Has Limited Operating History and Was Recently Formed
The Company is newly formed, and therefore, has limited operating history. There is no assurance that the Company will operate profitability or that your investment in whole or in part will be returned. The Company is subject to all the risks inherent in the establishment of a new business venture. The likelihood of success of the Company must be considered in light of the problems, expenses, difficulties, complications, uncertainties and delays frequently encountered with the formation of any new business. Dianomi Therapeutics, Inc., was established in 2017 and has been focused on raising capital and developing its therapeutic products to market. Because the company is new, with limited operating history, there is no assurance that Dianomi Therapeutics, Inc., will realize earnings from operations or net profits in the future.

DISCLAIMER

1. The PIV will purchase Series A on a $25 million pre-money valuation, fully diluted shares which includes a 10% post-money Employee Stock Option Pool ("ESOP"), and conversion of existing convertible notes.
2. On an as-converted basis when, as, and if paid on the Common Stock.
3. Minimum $40,000 the first 2 years, $20,000 the following 3 years, and $15,000 after 5 years.
4. Read the PPM for more details pertaining to the terms on which the PIV will purchase Company stock.
5. For additional risk disclosures, refer to the Private Placement Memorandum.