

Own the *platform*.



Banks stepped back from \$2–\$20 million commercial real estate loans. Oak built the platform that originates, underwrites, funds, services and resolves them — and earns at every step.

Series R lets you own a share of Oak. We finish what we fund.

The Oak Companies, Inc. ("Oak") is a Charlotte, North Carolina-based, vertically integrated commercial real estate finance platform: it sponsors and manages a family of CRE credit funds, originates senior secured first-lien bridge loans of \$2–\$20 million on income-producing property, and services and asset-manages those loans through their full lifecycle.

Oak Circle is Oak's Regulation A offering of Series R Convertible Preferred Stock, open to accredited and non-accredited investors from \$1,000.

\$10.00	9%	25%	\$1,000
Price and stated value per share	Cumulative preferred dividend, accruing annually	Conversion discount to the listing price, if Oak lists	Minimum • accredited and non-accredited investors

Summarized from the offering circular (pp. 1–3), which controls. Dividends are payable only when authorized out of legally available funds. The dividend is contingent on Oak's ability to pay the dividend or issue shares in the case of a conversion. Dividend accrual begins on the date of Oak's acceptance of the investor's subscription. A listing may never occur. No assurance can be given that Oak's application to list on NYSE American will be made and, if made, that it will be approved, or that an active trading market for the Common Shares will develop. This executive summary must be delivered together with the offering circular prior to making any investment.

FIVE QUESTIONS, IN THE ORDER YOU'D ASK THEM

01	What do I own?	Preferred stock in Oak — The Oak Companies, Inc., the operating company behind the lending platform — senior to the common stock management holds. Not a loan, not a property, not a pool of loans.
02	Why does the gap exist?	Banks left \$2–\$20M CRE for reasons of economics, not credit quality. Insurers and institutions want the loans. The gap is structural.
03	How does Oak make money?	Fees and interest spread at every stage of a loan's life — and this raise lets Oak, the company you'd own, keep more of the yield.
04	Why can it scale?	The infrastructure is built and insurers are the anchor customer. LENS™ standardizes the work; institutional capital multiplies origination.
05	What are my terms?	9% cumulative dividend while private; automatic conversion at a 25% discount if Oak lists. Neither is guaranteed.

YOUR PATH FROM HERE

NOW

This summary

Five questions, four pages.

NEXT

The investor deck

Twenty slides that answer them in depth.

THEN

The daily live walkthrough

Ask anything; request due-diligence materials.

BEFORE YOU INVEST

The offering circular

The complete and controlling terms, including "Risk Factors."

01 • WHAT DO I OWN?

Not the loans. *The company that makes them.*

Series R is preferred stock in The Oak Companies, Inc. (“Oak”) — the parent of Oak’s origination, fund-management and servicing businesses. Every fee and every dollar of spread the platform earns belongs to Oak, the company you would own a piece of. That is a different seat at the table from a debt fund: you are not lending to a project; you own a share of the operator.

RANK

Preferred

Ahead of common stock — the shares management holds — for dividends and on liquidation. Junior to Oak’s debt and the debt of the Sponsored Funds.

UPSIDE

Convertible

Converts automatically into Class A common at a 25% discount to the listing price if Oak lists. Accrued dividends convert on the same basis.

ACCESS

Open to individuals

Regulation A opens convertible preferred in an operating company to accredited and non-accredited investors alike, from \$1,000.

Own the platform — not a loan, a property or a pool of loans.

Series R is not secured by the collateral in Oak’s loan portfolio and ranks junior to all indebtedness of Oak and its subsidiaries, including the Sponsored Funds’ bonds. Dividends are payable only when authorized out of legally available funds; a listing may never occur. See Important Disclosures.

GO DEEPER → Deck slide 5 • Offering circular pp. 1–3 (terms), p. 6 (ranking)

02 • WHY DOES THE GAP EXIST?

Banks left. *Insurers stayed.*

The gap is about economics, not credit quality. Loans of \$2–\$20 million are too small for large platforms to serve efficiently and too complex for community banks to underwrite at scale — so the segment pays a premium and lacks organized counterparties. Meanwhile the most careful pools of capital in the market want more of exactly this kind of senior-secured loan and cannot efficiently originate it themselves. Oak sits between the two.

01 BANKS

Pulled back from \$2–\$20M loans as economics and regulation pushed them up-market — not because the credit was bad.

02 OAK

Originates, underwrites, funds, services and resolves the loans in between — to the standard insurers require.

03 Insurers & institutions

Want senior-secured real estate credit at this size — and can’t efficiently originate it themselves.

\$4.8T

U.S. CRE mortgage debt outstanding — the total market.

~\$720B

Held by insurance companies (~15%) — a captive, growing source of demand.

\$300B+

Annual small-balance lending gap — the segment banks stepped back from.

Market data are third-party industry estimates (including Federal Reserve and Mortgage Bankers Association data) as of the most recent available period, presented for context; Oak does not independently verify third-party data. Market size does not indicate Oak’s share, capacity or results.

GO DEEPER → Deck slide 6 • Offering circular p. 39

For discussion purposes only • Not an offer to sell or a solicitation to buy any security • Any offer is made only by means of the offering circular • See Important Disclosures • THEOAKCOMPANIES.COM

03 • HOW DOES OAK MAKE MONEY?

One loan. *Paid at every stage.*

Most financial services companies in this loan size do one piece of the work and outsource the rest. Oak does the whole job under one roof — so the platform earns across the life of a loan, not only at origination. Six business lines reinforce one another — and Oak, the company you would own, collects at each step.

ORIGINATION

Fees paid by the borrower at closing, typically 1–2% of principal.

MANAGEMENT

Asset-management and organizational fees from the funds Oak sponsors.

SERVICING

Primary and special servicing, draw oversight and reporting — Oak's book and select third parties.

RESOLUTION

Disposition fees at payoff; in a foreclosure, Oak holds and monetizes the real estate.

SPREAD

Excess interest on subordinate participation pieces; the full loan yield where fund bonds are retired.

REPEAT

The sponsor returns for the next deal; after the contemplated White Oak merger, bridge loans roll into FHA/HUD servicing.

Fee arrangements per the offering circular (pp. 34–36, 38, 40, 46); not every fee is earned on every loan or fund. Descriptive, not a projection.

WHAT THIS CAPITAL DOES

Why this raise makes Oak *more valuable.*

Today most of the interest Oak's loans earn pays the bonds that funded them; Oak keeps a fee. Series R proceeds are intended primarily to retire select fund bonds — so Oak keeps the full loan yield instead.

~90%

Of proceeds to Oak — retire select fund bonds, operations and working capital. ~10% to offering costs.

800–1,000 bps

Management's estimated spread between loan yield and the cost of the fund capital retired.

Less debt

Lower consolidated interest expense and a simpler company to take to the public markets.

Management estimates and intentions — not a projection of Oak's results and not a Series R return. Best efforts, no minimum: the less raised, the less debt retired. Management has broad discretion over proceeds (pp. 32–33, 40). Go deeper: deck slides 7–9.

04 • WHY CAN IT SCALE?

We built the hard part. *Now it compounds.***INSTITUTIONAL STANDARD****Built to the insurer standard**

Four insurance relationships — one SMA under letter of intent (not yet definitive), three using Oak's underwriting. CM1/CM2 standard; the 0.43% insurance-class default rate is the bar.

TECHNOLOGY**LENS™ makes the standard scale**

Oak's proprietary AI-enhanced underwriting engine: collation in minutes, one standard on every loan, underwriters challenging every output. Capacity grows with demand, not headcount.

GROWTH STRATEGY**Six ways forward**

Retire bond debt; add insurance SMAs; grow participations; roll up FHA/HUD through the contemplated White Oak merger; list when conditions allow; invest in people and technology.

Insurance and institutional counterparties are customers of Oak's lending business, not investors in or endorsers of Series R; the 0.43% figure is a third-party lender-class rate, not Oak's. LENS tools were developed with the assistance of AI; the platform supports rather than replaces credit judgment. Growth items are forward-looking intent, not commitments; the White Oak merger and any listing are not assured.

GO DEEPER → Deck slides 10–14; offering circular pp. 38–40, 46.

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THE PROOF

The record — *and the team that built it*

~\$560M CRE originations since inception, as successor to predecessor	33 • ~\$200M Full-cycle loans and their aggregate principal	\$178M 28 loans outstanding at 12/31/25 • 11.24% wtd. avg. rate	\$492M Deployed by the Sponsored Funds (\$353M raised)
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GARY R. BECHTEL

Chief Executive Officer

MATTHEW WEBSTER

EVP & Chief Credit Officer

RAYMOND T. DAVIS

President & Chief Strategy Officer

KEVIN P. KENNEDY

Chief Sales & Distribution Officer

PAUL CLEARY

COO & General Counsel

BROOK SCARDINA

Capital Markets & Investments

THOMAS A. MCGOVERN

Chief Financial Officer

ROBERT R. KAPLAN, JR.

Legal Advisor

Historical figures as stated in the offering circular (pp. 4, 35, 37–38). Past performance is not indicative of future results and is not a Series R return. Consolidated results include a net loss of approximately \$31.4 million for 2025, concentrated in legacy funds originated before current management bought the platform in 2022 (pp. 45–46, 55–56).

05 • WHAT ARE MY TERMS?

Series R Preferred — *terms at a glance.*

Security	Series R Convertible Preferred Stock • \$10.00 stated value
Dividend	9% per annum, cumulative, on stated value; accrues annually
Minimum	\$1,000; non-accredited investors limited to 10% of the greater of income or net worth
Offering	Up to \$35,000,000; best efforts, no minimum; monthly closings; Wilmington Trust, N.A. escrow
Ranking	Senior to common; junior to all debt of Oak and its subsidiaries, including the Sponsored Funds' bonds; no voting rights except as required by law
Conversion	Automatic on a Listing Event into Class A common at a 25% discount to the listing price; accrued dividends convert on the same basis; lock-up of up to 90 days
If Oak does not list	Perpetual preferred; dividends keep accruing; Oak may redeem after year 3 at stated value plus accrued; ahead of common on liquidation
Selling agent	Digital Offering, LLC (Member FINRA/SIPC) — 7.5% commission plus warrants for 0.70% of shares sold at 125% of the offering price, paid by Oak from proceeds

NEXT STEP

01 Read The offering circular at TheOakCompanies.com .	02 Ask Join the daily walkthrough or attend a LENS demo.	03 Invest Subscribe online through EquiDeFi from \$1,000. Closings no less than monthly.
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[JOIN THE DAILY LIVE WALKTHROUGH](#)

[REGISTER FOR THE LENS DEMO](#)

[DOWNLOAD THE DUE DILIGENCE INDEX](#)

Important disclosures. The Oak Companies, Inc. ("Oak" or the "Company") is offering securities through an Offering Statement qualified by the U.S. Securities and Exchange Commission under Tier 2 of Regulation A; Digital Offering, LLC, Member FINRA/SIPC, is the broker-dealer of record. This summary is for discussion purposes only and is not an offer to sell or a solicitation of an offer to buy any security; an offering is made only by means of the offering circular, available at TheOakCompanies.com. This executive summary must be delivered together with the offering circular prior to making any investment. Before making any investment you are urged to read the final Offering Circular that forms a part of the Offering Statement filed with the SEC carefully, for a more complete understanding of Oak and the offering. Investing in Series R Preferred Stock is speculative and involves a high degree of risk, including loss of your entire investment; the shares are illiquid, there is no public market for them and none may develop, and dividends are payable only when authorized out of legally available funds. The dividend is contingent on Oak's ability to pay the dividend or issue shares in the case of a conversion. Dividend accrual begins on the date of Oak's acceptance of the investor's subscription. The investment is suitable only for persons who can afford to lose their entire investment. It could be illiquid for an indefinite period of time, and if a public market develops following the offering it may not continue. Read "Risk Factors" in the offering circular before investing. Oak intends to apply to have the Common Shares listed on the NYSE American under the reserved symbol "OKRE" but has yet to make an application with the exchange. If the Common Shares are not approved for listing on the NYSE American, Oak will not complete the listing contemplated hereby. No assurance can be given that Oak's application to list on NYSE American will be made and, if made, that it will be approved, or that an active trading market for the Common Shares will develop. Listing entails significant ongoing corporate obligations, including disclosure, filing and notification requirements and compliance with applicable continued quantitative and qualitative listing standards. Upon conversion, and subject to any additional adjustments required under the anti-dilution provisions of the Preferred Shares, the Preferred Shares will be converted into a number of shares of common stock of the Company equal to the quotient obtained by dividing the then-current conversion preference of the Series R Preferred Shares then outstanding, plus accrued but unpaid dividends not then included in the conversion preference, by seventy-five percent (75%) of the price per share or deemed price per share to the public in the Qualified IPO, rounded to the nearest whole share. This summary includes "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended, and is intended to be covered by the safe harbor provisions for forward-looking statements — including statements about a potential listing, the contemplated merger with White Oak Capital Holdings, LLC (Oak does not currently hold an FHA MAP license), insurance and institutional relationships, use of proceeds and growth strategy; none is assured and actual results may differ materially. This information is supplied from sources we believe to be reliable but we cannot guarantee accuracy. Although we believe the expectations expressed in such forward-looking statements are reasonable, we cannot assure you that they will be realized. Investors are cautioned that such forward-looking statements involve risks and uncertainties, including but not limited to the risks and uncertainties set forth in the offering circular, which could cause actual results to differ materially from the anticipated results. Any forward-looking statement speaks only as of the date on which it is made, and we undertake no obligation to publicly update any forward-looking statement except as may be required by law. Track record and historical figures are as stated in the offering circular and reflect the Company as successor to its predecessor; legacy portfolios acquired in default or distress are excluded from full-cycle figures and remain in wind-down. Past performance is not indicative of future results. Market, industry and default-rate figures are third-party estimates presented for context; Oak has not independently verified them, and the 0.43% insurance-class default rate is an industry figure, not Oak's realized rate. Oak does not currently own, or control a subsidiary that holds, a license to originate FHA MAP lending; growth of the FHA/HUD platform depends on the potential acquisition of Oak's affiliate, White Oak Capital Holdings, LLC, expected to occur subsequent to this offering, and no assurance can be given that the acquisition will be completed. Insurance and institutional counterparties are customers of Oak's lending business, not investors in or endorers of this offering; they have not reviewed this summary. Selling-agent compensation — a 7.5% selling commission on gross proceeds plus warrants for 0.70% of the shares sold, exercisable at 125% of the offering price — is paid by Oak out of offering proceeds and reduces the net proceeds available to Oak; see "Plan of Distribution" in the offering circular. Issuer: The Oak Companies, Inc., Charlotte, NC. Selling Agent: Digital Offering, LLC, Member FINRA/SIPC.