

Yorkville Acquisition Corp.  
Nasdaq: YORKU

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Initial Public Offering  
June 2025

STRICTLY PRIVATE & CONFIDENTIAL



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# Offering Summary

<b>Issuer:</b>	Yorkville Acquisition Corp. (Nasdaq: YORKU, YORK, YORKW)
<b>Sponsor:</b>	Yorkville Acquisition Sponsor LLC
<b>Domicile:</b>	Cayman Islands
<b>Offering Size:</b>	\$150,000,000 (+15.0% over-allotment option)
<b>Unit Composition:</b>	One Class A ordinary share and one-third (1/3) of one redeemable warrant
<b>Trust Funding:</b>	100.50% (\$10.05 per Unit)
<b>Duration:</b>	24 months
<b>Extensions:</b>	Up to 6 months, via (i) 1-month options, each for an additional \$0.0333 per Unit in trust, and/or (ii) a 3-month option upon signing a letter of intent with a potential target
<b>Warrant Term:</b>	5-year warrants exercisable at \$11.50 per share and callable at \$18.00 per share, subject to customary crescent provision features
<b>Risk Capital:</b>	\$3,255,000 (\$3,518,250 with full over-allotment exercise) in the form of Private Placement Units at \$10.00
<b>Founder Shares:</b>	5,000,000 Class B ordinary shares (5,750,000 with full over-allotment exercise)
<b>Timing:</b>	June 2025
<b>Sole Bookrunner:</b>	 Clear Street

# Who We Are

**\$150,000,000**

Special Purpose  
Acquisition Company

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Media, Technology and  
Entertainment

- 1 Seasoned Management Team**  
Proven investors and executives with cross-sector execution and strategic growth expertise
- 2 Strategic Sponsor Backing**  
Relationship with premier investment practice supporting the Sponsor serves as a unique offering for potential targets
- 3 Robust Target Pipeline**  
Sponsor, board, and management bring deep networks and a highly actionable pipeline
- 4 Attractive Sector Opportunity**  
TMT sector primed for growth, with leadership providing strategic execution edge
- 5 Thoughtful Post-IPO Approach**  
SPAC team brings disciplined, long-term approach to value creation post-IPO

# Management Team

Seasoned leadership team with substantial capital markets, investing, and operational expertise



**Kevin McGurn**  
Chief Executive Officer



**Michael Rosselli**  
Chief Financial Officer



**Mark Angelo**  
Chairman of the Board



# Independent Director Nominees

Supported by deeply experienced board nominees with relevant sector expertise and access to a robust pipeline of acquisition targets



**Devin G. Nunes**  
Director Nominee



**Scott Glabe**  
Director Nominee



**Omar Hasan**  
Director Nominee



# Our Sponsor

Our Sponsor has a relationship with **Yorkville Advisors**, a global investment manager focused on providing capital solutions through customized structured debt and equity investments

**\$6B+** Transaction Value<sup>(2)</sup>

**750+** Companies Invested In<sup>(2)</sup>

**22+** Countries Invested In<sup>(2)</sup>

**20+** Investment Professionals<sup>(2)</sup>

**23+** Years in Business (est. 2001)<sup>(2)</sup>

Yorkville Advisors has been providing growth and acquisition capital to public companies since 2001, providing unique insight and allowing the team to tailor its products to the unique needs of its portfolio companies.

- Investment criteria focused on management teams, business fundamentals, and trading metrics with a broad mandate across a range of sectors and geographies
- Consistent investment thesis to create bespoke alternatives for issuers with limited access to capital and fostering long-term partnerships
- Trusted partner committed to full transparency, flexibility, and patience across repeat transactions

## Current Active Sectors:



Healthcare



Metals & Mining



Technology



Energy



Digital Assets

## Select Investments<sup>(1)</sup>

<p><b>\$216,000,000</b></p> <p><b>NAKAMOTO</b> KindlyMD.</p> <p>Private Investment in Public Equity</p> <p><b>May 2025</b></p>	<p><b>\$250,000,000</b></p> <p><b>TMTG</b></p> <p>Private Investment in Public Equity</p> <p><b>May 2025</b></p>
<p><b>\$735,000,000</b></p> <p><b>plum</b></p> <p>Secured Credit Facilities</p> <p><b>Nov. '24 &amp; May '25</b></p>	<p><b>\$50,000,000</b></p> <p><b>STRIVE</b> ASSET MANAGEMENT</p> <p>asset entities</p> <p>Private Investment in Public Equity</p> <p><b>May 2025</b></p>
<p><b>\$150,000,000</b></p> <p><b>APPLIED DIGITAL</b></p> <p>Convertible Securities</p> <p><b>2024</b></p>	<p><b>\$2,500,000,000</b></p> <p><b>TMTG</b></p> <p>Equity Line of Credit</p> <p><b>July 2024</b></p>

1. All investment amounts are approximate  
2. Via Yorkville Advisors company website (<https://www.yorkvilleadvisors.com/>)

# Case Study

## Trump Media & Technology Group Corp. (Nasdaq: DJT)

Long-term partner to the company across an array of opportunities

- Capital partner to the company as a direct investor in public and private transactions
- Strategic advisor to management across a range of strategic initiatives

### Transaction History

**\$2.5B  
ELOC**  
July 2024

Equity Line of Credit from Yorkville

**RIA  
Appointment**  
Feb 2025

Yorkville Advisors affiliate to advise crypto, ETF, SMA strategies

**\$2.5B Bitcoin  
Offering**  
June 2025

Participating Investor in PIPE to launch Bitcoin Treasury Strategy

### Trading Performance



### Executive Team



Devin Nunes  
CEO



Phillip Juhan  
CFO



Vladimir Novachki  
CTO



Scott Glabe  
General Counsel

# Acquisition Thesis

Thoughtful post-IPO approach driven by clearly defined acquisition criteria and a disciplined approach to target evaluation

## Business Combination Criteria

- 1 High-Growth and Scalable Business Model**  
Companies that operate in large, addressable markets and demonstrate clear scalability through technology, platform expansion, and global reach
- 2 Disruptive Technology and Differentiation**  
Businesses leveraging AI, blockchain, and crypto to transform content creation, distribution, and monetization are poised to lead the next wave of media innovation
- 3 Strong Competitive Positioning**  
Distinct edge in media and entertainment through proprietary tech, IP, or strong customer ties that drive lasting advantages
- 4 Experienced Management Team**  
Proven leaders with a track record of scaling businesses and monetizing content amid digital change, partnering closely to drive growth and long-term value
- 5 Beneficial Public Market Entry**  
Companies primed for the public markets—with a strong equity story, growth path, and upside from strategic and financial optimization
- 6 Revenue and Monetization Potential**  
Businesses with durable revenue models—via subscriptions, ads, licensing, transactions, or next-gen digital frameworks like tokenization and AI monetization

## Competitive Strengths

### Management Operating and Investing Experience

Significant experience in the financial services and financial technology industries, providing an advantage in evaluating businesses and acquisition opportunities

### Established Deal Sourcing Network

Extensive experience and a broad array of contacts in target industries generates substantial acquisition opportunities for us

### Strong Financial Position and Flexibility

With a trust account initially in the amount of \$150,750,000 (subject to redemption) and the flexibility to raise equity or debt financing (subject to availability of third-party financing), we offer a variety of options to fund growth and expansion of operations

# Market Opportunity

Massive TAM Dislocation: AI, Streaming, and Social Video Disrupting Legacy Distribution Models



**TMT Sector in Bifurcation:**  
Legacy Models Under Pressure as AI and Social Platforms Capture Consumer and Ad Spend



**Media Conglomerates Repositioning:** Spin-Offs Signal Strategic Revaluation of Legacy and Streaming Assets



**Stranded Media Assets in Flux:** Billions in Assets Seeking Strategic Capital to Enable Digital Transformation

## Key Growth Segments & Target Universe Examples

AI-Driven Media Infrastructure	Next-Gen Social Platforms	Ad-Supported Streaming	Music & Creator Economy	Data & Measurement	Blockchain Enabled Media
OpenAI ElevenLabs runway	reddit rumble Discord TRUTH SOCIAL	tubi Roku vevo xumo	United Masters BEATSTARS Epidemic Sound	videoamp iSpot.tv SAMBA TV	MYTHICAL™ animoca BRANDS
Foundational tools for next-gen content creation & personalization	Decentralized communities with high engagement, early monetization	FAST, hybrid AVOD/SVOD platforms growing audience share	Platforms monetizing independent creators	Modern audience measurement solutions replacing Nielsen	Ownership, licensing and gaming integrations via Web3

# Investment Highlights

**\$150,000,000**

Special Purpose  
Acquisition Company

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A Purpose-Built SPAC Positioned for  
the Next Wave of TMT Transformation

## 1 Strategic Edge

- **Decades of operator experience** leading, global platforms (Hulu, Vevo, Snap, Truth Social, Reddit)
- **AI fluency** and **Data-driven background**
- **Flexible capital solutions** for targets seeking partner-led transition to public markets

## 2 Relationship with Yorkville Advisors

- Experienced Industry Operators & Capital Partners
- Access to **Deep TMT Relationships** and Potential Strategic Partners
- **Bespoke Deal Structuring** to support Public Listing

## 3 The Opportunity is Now

- Massive **TAM realignment underway**
- Growing pool of venture-backed, growth-ready **companies seeking non-traditional IPO pathways**
- AI, social, streaming, and data convergence **unlocking new monetization models**

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Thank You

Please direct any further inquiries to:  
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