

CONFIDENTIAL

BUY-SIDE · OFF-MARKET ACQUISITION ORIGINATION

Proprietary deal flow, sourced direct to owner.

A dedicated origination engagement to find off-market businesses inside your buy box, nationwide, and bring them to you owner-direct, before they ever reach a broker or an auction.

PREPARED FOR	PREPARED BY	DATE	ENGAGEMENT
Anthony	Mark Gabrielli · WET YR	June 24, 2026	Upfront, by deal size

SOURCING	GEOGRAPHY	ENGAGEMENT	FEE RANGE
Off-mkt owner-direct, pre-auction	US national, all 50 states	Upfront prepaid for deal flow	2.5-25K by target deal size

THE MANDATE
What you want to buy.
What I do.

The constraint on an acquisition program is rarely capital or conviction. It is proprietary deal flow that has not already been picked over by every other buyer in your category.

You acquire. I find. This engagement puts WETYR to work as your dedicated off-market origination partner: I source businesses that fit your buy box, nationwide, on both sides of a typical thesis, tuck-ins around what you already own, and platform-quality targets that open new markets.

I work owner-direct. No listings, no auction processes, no recycled broker books that twenty other buyers have already passed on. Every target I bring you is sourced privately, qualified for seller readiness, and introduced to you under NDA. You stay focused on diligence, structure, and integration. I keep the top of the funnel full.

WHY OFF-MARKET

Less competition. Better basis.

The listed market works against the buyer

A business on a broker's roster is a managed auction. Multiple bidders, a banker optimizing for the seller, and a price already bid up before you see the books. You are renting someone else's process.

Off-market is a relationship, not a listing

Most owners are not actively for sale. They are open to the right conversation with the right buyer. Reach them first, privately, and you negotiate on basis and fit, not against a field.

Consolidation is driving multiples up on anything that hits the open market. The edge is no longer being willing to pay. The edge is being early, direct, and trusted before the auction starts. That is the entire job I am taking on.

WHO YOU ARE WORKING WITH

Mark Gabrielli, WETYR

Advisors first. Operators always. The same partner who sources the deal is built to help you run it.

I run WETYR, an operating partner for the full business lifecycle, Zero to Exit, Buy, Sell, Grow. Most of what WETYR does is buy-side and sell-side M&A advisory plus direct acquisition across resilient service niches in all 50 states. That means I spend my days doing exactly one thing for acquirers like you: finding owners who are ready before anyone else knows they are.

I am not a listing broker reselling other people's deals. I am an operator-buyer who sources proprietary flow direct to owner, the same way I source acquisitions for WETYR's own book. You get that engine pointed at your buy box.

HOW I SOURCE, STEP BY STEP

01 Lock the buy box

We define exactly what closes: sector, revenue and EBITDA range, ownership structure, geography, and the seller situations you want. A precise box is what makes off-market outreach land.

02 Build the universe

I map the full target universe inside your box, nationally and around any existing footprint, from primary data, public records, business footprints, and ownership signals. Not a broker list. The whole field.

03 Outreach, owner-direct

Confidential, personal outreach to owners, not gatekeepers. The operator-buyer alignment opens doors that an anonymous buyer or a cold banker cannot.

04 Qualify for readiness and fit

Before you ever spend a minute, I screen for genuine seller motivation, clean enough books to transact, and alignment with your box. You see qualified conversations, not noise.

05 Introduce under NDA

A warm, confidential handoff. You take it from there on diligence and structure, with me available to keep the seller relationship warm through to LOI.

06 Support to close

I stay in the deal as a sourcing partner through LOI, quality of earnings, and definitive agreement, so momentum does not stall between introduction and closing.

FEE STRUCTURE

An upfront engagement, sized to your target.

You engage WETYR up front to source proprietary deal flow at a chosen deal size. The fee is set by the size of acquisition you want me hunting, paid at engagement so the search starts immediately. It is fully creditable: if a deal comes together smaller or differently than planned, the balance rolls to your next deal; if you point me at larger targets, you simply top up to that tier when we change course.

TIER	TARGET DEAL SIZE	ENGAGEMENT FEE (UPFRONT)
T1	Up to \$2,000,000	\$2,500

TIER

TARGET DEAL SIZE

ENGAGEMENT FEE (UPFRONT)

T2	\$2,000,001 to \$5,000,000	\$7,500
T3	\$5,000,001 to \$10,000,000	\$12,500
T4	\$10,000,001 to \$25,000,000	\$18,500
T5	Above \$25,000,000	\$25,000

Paid up front

Your engagement fee funds the search at your chosen deal size. Sourcing begins the day it clears.

Credit, never lost

If the deal that lands is smaller or structured differently, the unused balance carries to your next deal.

Scale up any time

Redirect me toward larger targets and you top up the difference to the higher tier, paid when we change direction.

One aligned incentive

You pay for proprietary origination at your target size, not a percentage of your own capital.

Target deal size means the total consideration (cash, assumed debt, seller notes, earnouts, and rollover equity) of the acquisitions you want sourced. Engagement fees are non-refundable but fully creditable toward future deal flow as described above.

SCOPE

What is and is not included.

Included

Handled by your team

- Off-market origination inside your buy box, nationwide
- Universe build and owner-direct outreach
- Seller readiness and fit qualification
- Confidential introductions under NDA
- Sourcing support through LOI to close

- Financial, legal, and operational due diligence
- Quality of earnings engagement
- Deal structure, financing, and counsel
- Definitive agreement and closing
- Post-close integration and operations

WETYR acts as a sourcing and origination consultant. WETYR is not your attorney, CPA, or investment adviser, and is not acting as a licensed real estate or securities broker. Nothing here is legal, tax, or investment advice.

NEXT STEPS

Three moves to live deal flow.

01 Sign the mutual NDA →

Confidentiality and non-circumvention before any target identities change hands. NDA before financials, every time. Signed online in under a minute.

02 Sign the engagement letter →

Engagement-fee terms, the buy box, and the protected period. Choose your starting tier and execute online; one page of substance, paid upfront and fully creditable.

03 **30-minute buy-box call**

We sharpen the box and I open the universe. First qualified conversations typically inside the first few weeks.

SIGN THE NDA TO BEGIN

ACCEPT & SIGN THIS PROPOSAL

W E T Y R .

WETYR Corp · Where Energy Transforms Your Reality

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Confidential. Prepared solely for Anthony.