

**JOHN F. LEVY**  
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**SUMMARY:** Financial reporting and corporate governance expert. Currently serving as a member of the board of directors and audit committee chair of one public company. Served on the board of fourteen public companies, including having served as chair of the board, vice-chair, and chair of governance, compensation, audit, and special committees. Over forty-five years of progressive financial, accounting and business experience, including having served as chief financial officer of both public and private companies for over 13 years. A Certified Public Accountant with nine years' experience with the national public accounting firms of Ernst & Young, Laventhol & Horwath and Grant Thornton. Graduate of the Wharton School of the University of Pennsylvania and recipient of an MBA from St. Joseph's University in Philadelphia.

**PROFESSIONAL ACCOMPLISHMENTS:**

**Corporate Governance**

- Frequent speaker and panelist on board governance and best practices.
- Provided Board education and consulting to one public company and two private companies.
- Authored continuing education course on ethical and legal responsibilities of directors presented to state accounting societies.
- Member and chair of special litigation committees investigating alleged accounting and governance improprieties. Deposed by plaintiff counsel.
- Personally investigated the accounting allegations raised in derivative actions and prepared an extensive report, the conclusions of which were completely accepted by the Delaware Chancery Court, saving the company considerable time and money.
- As Director, led reorganization of the Company's office of Corporate Counsel.
- Chaired Board's Finance Committee charged to review the corporate financial structure, propose options for potential financial restructuring and provide a recommendation to the Board on a financing proposal. Efforts led to a debt restructuring and a capital infusion into the company.
- Responsible for public filings for NASDAQ listed companies including writing all 10-Ks and 10-Qs. x Authored manuals on SEC reporting, accountants' services, and disclosures in financial statements. Coordinated all corporate governance compliance as Chief Financial Officer.

**Finance**

- As CFO, oversaw acquisition of six companies, The Columbia House Audiobook Club, Doubleday Direct's Audiobooks Direct and four companies, which specialized in the licensing, packaging, selling, syndication, and distribution of old-time radio programs. The total acquisition price for the six acquisitions was approximately \$65 million.
- Authored continuing education course on acquisitions and mergers presented to state accounting societies.
- Sold \$35 million of convertible preferred stock; arranged \$40 million senior bank facility; sold approximately \$20 million in convertible subordinated debentures; sold approximately \$25 million in private placements of common stock.
- Completed \$30 million follow-on primary offering of common shares in a public sale. Met with investment bankers in the first week of January and completed public offering in March, including preparation of registration statement, legal and banking due diligence, road show and year-end audit.
- Served on Board Pricing Committees of two large public companies representing over \$1 Billion in public debt.
- Prepared business plans, private placement memoranda and financial projections for companies in a variety of industries. x Designed and implemented cash management system. x Testified as expert witness in United States District Court in insolvency fraud matter.
- Coordinated the investor relations functions including dealing with investors, press, outside Investor Relations firm and analysts. Gave over 100 presentations to analysts, fund managers and investment bankers. Appeared on CNBC and CnnFN.

## Accounting

- Converted manual general ledger system with quarterly closings to a fully automated system with monthly financial statements compared to prior year and to budget.
- Developed company-wide budgeting system.
- Prepared annual budgets and five-year projections for companies in a variety of industries and presented financial information to Board of Directors.
- Reduced audit fees 80% in two years.
- Responsible for in-depth research of accounting and SEC issues and writing and presenting national education courses for major international accounting firm.

## BOARD POSITIONS:

<b>Present</b>	<b>Board Member and Chair of Audit Committee, Cartica Acquisition Corp</b> New York, NY (NASDAQ: CITE) Cartica Acquisition Corp is a special purpose acquisition company, incorporated as a Cayman Islands exempted company for the purpose of effecting a merger, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses or entities.
<b>04/2024-07/2025</b>	<b>Board Member and Chair of Audit Committee, Capitalworks Emerging Markets Acquisition Corp</b> George Town, Grand Cayman (OTC: CEMAC) Capitalworks Emerging Markets Acquisition Corp is a special purpose acquisition company, incorporated as a Cayman Islands exempted company for the purpose of effecting a merger, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses or entities
<b>10/2019-05/2024</b>	<b>Board Member and Chair of Audit Committee, Paranos Entertainment Technology Ltd.</b> (formerly Happiness Development Group Limited), Nanping City, Fujian Province, People's Republic of China (NASDAQ: PAVS) which specializes in research, development, manufacturing, and marketing of dietary supplements.
<b>03/2023-05/2024</b>	<b>Board Member and Chair of Audit Committee, Shengfeng Development Limited</b> Jin'an District, Fuzhou City, Fujian Province, China (NASDAQ: SFWL) Shengfeng Development Limited is a contract logistics company in China providing customers with integrated logistics solution services. Established in 2001, the Company has developed extensive and reliable transportation networks in China, covering 341 cities across 31 provinces, as of June 30, 2022. The Company provides integrated logistics solutions comprised of B2B freight transportation services, cloud storage services, and value-added services.
<b>11/2021-02/2023</b>	<b>Board Member and Chair of Compensation Committee, Singularity Future Technology Ltd.</b> (formerly known as Sino-Global Shipping America, Ltd.), Great Neck, NY (NASDAQ: SGLY), has been diversifying into the cryptocurrency market, while continuing to support and grow its shipping, chartering, logistics and related services business. The Company has offices in Mainland China and United States.
<b>01/2008-08/2022</b>	<b>Vice Chair of the Board and Chair of Governance Committee, Applied Minerals, Inc.,</b> New York, NY (AMNL.OB), a natural resource company that owns the Dragon Mine halloysite clay deposit in Juab County, Utah. Appointed as Chair of a Special Committee to review and investigate the conduct of the prior management.
<b>06/2016-10/2021</b>	<b>Board Member and Chair of Audit Committee, Washington Prime Group, Inc.,</b> Columbus, OH (NYSE: WPG), a retail REIT formed from a spin-off from Simon Property Group and the subsequent acquisition of Glimcher Realty Trust. Washington Prime Group and certain of its subsidiaries filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code on June 13, 2021, and emerged from bankruptcy protection on October 21, 2021.
<b>03/2016-06/2019</b>	<b>Board Member and Chair of Governance Committee, Takung Art Co., Ltd.,</b> Hong Kong (OTCQB: TKAT), an online trading platform for acquiring shared ownership in Asian fine art, jewelry and precious gems allowing collectors and investors – including those with modest financial resources -- to buy and sell units of these assets.
<b>08/2013 – 12/2016</b>	<b>Board Member and Chair of Audit Committee, China Commercial Credit, Inc.,</b> Wujiang, Jiangsu Province, People's Republic of China, (NASDAQ:CCCR) controlled a microcredit

company, Wujiang Luxiang, that provided direct loans and loan guarantees to small-to-medium sized businesses ("SMEs"), farmers and individuals in the city of Wujiang, Jiangsu.

**06/2009 – 02/2016 Board Member and Chair of Nominating and Corporate Governance Committee, Applied Energetics, Inc.,** Tucson, AZ (AERG.OB), which specializes in the development and application of high-power lasers and high voltage electronics.

**10/2006-10/2013 Lead Director and Audit Committee Chair, Gilman Ciocia, Inc.,** Poughkeepsie, NY (GTAX.OB), which provides federal, state and local tax preparation services and financial planning services, principally to individuals. The Company was sold to National Holdings Corporation (NHL.D.OB) on October 15, 2013.

**09/2010 – 10/2012 Board Member, Brightpoint, Inc.,** Indianapolis, IN (NASDAQ:CELL), a global leader in providing supply chain solutions to leading stakeholders in the wireless industry. Brightpoint was included on the FORTUNE 500 in 2011. The Company was sold to Ingram Micro Inc. (NYSE: IM) on October 15, 2012.

**11/2008 – 06/2010 Board Member, Applied Natural Gas Fuels, Inc.,** Westlake Village, CA, through its subsidiaries, engaged in the production and wholesale distribution of vehicle-quality liquid natural gas in the western United States.

**03/2006 - 04/2010 Board Member and Audit Committee Chairman, Take-Two Interactive Software Inc.,** New York, NY (NASDAQ:TTWO), an integrated global developer, marketer, distributor and publisher of interactive entertainment software games and accessories.

**05/2004-05/2005 Vice Chair and Board Member, MediaBay, Inc.**

#### **Not-For-Profit and Community Boards:**

**Present Member of the Board of Trustees and Former Treasurer, Jewish Community Housing Corporation,** West Orange, NJ

**01/2022- 12/23 Town Historian and Class 3 Member of the Westfield, NJ Public Arts Commission**

**02/2016-06/2020 Member of the Board of Trustees, Treasurer and First Vice-President, Temple EmanuEl,** Westfield New Jersey

**01/2010-06/2018 Trustee, Theta Chapter, Zeta Beta Tau Fraternity at the University of Pennsylvania**

**09/2007–05/2011 Board Member and Program Chair, New Jersey Chapter, National Association of Corporate Directors.**

#### **EMPLOYMENT HISTORY:**

**Present Chief Executive Officer Board Advisory,** Westfield, NJ, a consulting firm helping public companies, or companies aspiring to be public. Board Advisory assists with corporate governance, corporate compliance, ethics, financial reporting and financial strategies.

**09/2019-04/2020 Chief Executive Officer, Sticky Fingers Restaurants, LLC, Charleston, SC,** a family barbecue restaurant chain with eleven locations in North Carolina, South Carolina, Tennessee and Florida and total sales of approximately \$18.0 million.

**11/2005-03/2006 Interim Chief Financial Officer, Universal Food & Beverage Company,** St. Charles, IL. Served as Interim Chief Financial Officer from November 2005 to March 2006 of Universal Food & Beverage Company.

**1997-2005 Executive Vice President and Chief Financial Officer, MediaBay, Inc.,** Morristown, NJ, a provider of spoken word audio content and products online, through direct mail and wholesale to major retailers.

**1995-1997 Senior Vice President, Tamarix Capital Corporation, New York, New York.**

**1995 Chief Operating Officer, Swid Powell Design, Inc.,** New York, New York.

**1994 Executive Vice President and Chief Financial Officer, Continuum Group, Inc.,** Cranford, New Jersey.

**1991-1993 President, JFL Consulting,** New York, New York.

**1986-1991 Executive Vice President and Chief Financial Officer, Cinecom Entertainment Group, Inc.,** New York, New York.

**1977-1986 Public Accounting**

**Audit Department Head/Audit Manager, Grant Thornton, Philadelphia, Pennsylvania.**  
**Supervisor, National Accounting Department, Laventhol & Horwath, Philadelphia, Pennsylvania.**  
**Staff Accountant, Ernst & Young, Chicago, Illinois.**

**CERTIFICATION and QUALIFICATIONS:**

**Certified Public Accountant, Illinois, 1978**  
**Member, American Institute of CPAs**  
**Member, Illinois Society of CPAs.**  
**Former National Association of Corporate Directors (NACD) Board Leadership Fellow.**

**EDUCATION:**

**BS, Economics**    **Wharton School, University of Pennsylvania** (Accounting Major), Philadelphia, Pennsylvania, 1977.  
**MBA**            **St. Joseph's University** (Finance Major), Philadelphia, Pennsylvania, 1984.

**PUBLICATIONS:**

***The Ins and Outs of Board Special Investigation Committees***  
Directors and Boards, March 2025  
***Accounting Fast and Slow: Decisions, Decisions, Decisions***  
Executive Educations, Inc., April 2018  
***Heartfelt Leadership: How Ethical Leaders Create Trusting Organizations,***  
Executive Education, Inc., May 2017  
***Predicting the Future: 21st Century Budgets and Projections*** Executive  
Education, Inc., April 2017  
***Finance and Innovation: Reinvent Your Department and Your Company***  
Executive Education, Inc., March 2012  
***Ethics and Sustainability: A 4-way Path to Success*** Executive  
Executive Education, Inc., March 2012  
***Creating the Best Projections You Can***  
Executive Education, Inc., March 2012  
***Acquisitions to Grow the Business: Structure, Due Diligence and Financing***  
Executive Education, Inc., June 2010  
***21st Century Director: Legal and Ethical Responsibilities of Board Members***  
Executive Education, Inc., June 2011  
***Resuscitating and Reengaging: How to Make a Director Great Again***  
Directors & Boards, Second Quarter 2016  
***Co-author, Cashin's Handbook for Auditors, (2nd ed.)***  
McGraw-Hill Book Company, 1986