

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 26, 2022

LEGACY EDUCATION ALLIANCE, INC.

(Exact name of registrant as specified in its charter)

Nevada (State or other jurisdiction of incorporation)	000-55790 (Commission File Number)	39-2079974 (IRS Employer Identification No.)
1490 N.E. Pine Island Road, Suite 5D Cape Coral, Florida (Address of principal executive offices)		33909 (Zip Code)

Registrant's telephone number, including area code: **(239) 542-0643**

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
N/A	N/A	N/A

Item 7.01 Regulation FD Disclosure.

On April 26, 2022, Legacy Education Alliance, Inc. (the "Company") issued a press release announcing its intent to form a marketing partnership with Cris Carter, Pro Football Hall of Fame 2013, and its intent to progress on strategic initiatives including the spin off of the operating business of the Company, previously approved by shareholders, and the structuring of a planned convertible bridge financing to a Nasdaq uplisting. In connection with the Cris Carter initiative, the Company is also releasing a presentation outlining this new business and Nasdaq uplisting strategy.

The foregoing summary of the press release does not purport to be complete and is qualified in its entirety by reference to the full text of the press release. The press release and presentation, which are furnished as Exhibits 99.1 and 99.2, respectively, to this Current Report on Form 8-K, are incorporated herein by reference. The information in this report (including Exhibits 99.1 and 99.2) is being furnished pursuant to Item 7.01 and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This report will not be deemed an admission as to the materiality of any information herein (including Exhibits 99.1 and 99.2).

Item 9.01 Financial Statements and Exhibits.

Exhibit	Description
99.1	Press Release
99.2	Legacy EdTech Cris Carter Partnership and Nasdaq Uplist Plan Presentation
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LEGACY EDUCATION ALLIANCE, INC.

Date: April 26, 2022

By: /s/ Barry Kostiner

Name: Barry Kostiner

Title: Interim Chief Executive Officer



Legacy Education Alliance Announces Proposed Relationship with Cris Carter and Progress on Strategic Initiatives

CAPE CORAL, Fla.— 26 Apr 22 — Legacy Education Alliance, Inc. (OTCQB: LEAI), has announced its intent to form a marketing partnership with Cris Carter, Pro Football Hall of Fame 2013, and its intent to progress on strategic initiatives including the spin off of the operating business of Legacy Education, previously approved by shareholders, and the structuring of a planned convertible bridge financing to a Nasdaq uplisting.

Barry Kostiner, Chairman and CEO of Legacy Education, remarked “we are delighted to announce our planned marketing partnership with Cris Carter and Family Office Experiences to re-build Legacy Education. Hearing Cris speak at the FOE Dubai conference at the beginning of April, including his personal journey and vision, was one of the most inspiring experiences in my career. His passion and personal story, together with his brother, Jeff Davis’ expertise in business operations, we believe is the future of Legacy Education, bringing us beyond entrepreneurial education to using our live event and mentoring operations to give underserved youth a path to financial success and achievement of life goals.”

Cris Carter commented, “As I have entered into the business phase of my career, I have been offered several opportunities to profit from my experience and reputation. My personal desire is to give back to youth. We have created Apex Sports as an education platform to reach youth who desire guidance on a sports career path. By working with Legacy Education, we are seeking to inspire young people on the importance of going beyond sports to focus on basic education and achieve the solid foundation needed to facilitate a career and family stability. Even the rare students who do succeed in sports need to have the culture and support system to acquire skills that allow them to succeed in life after their sports career reaches its natural conclusion. I look forward to working with Legacy Education and our team to partner with non-profit organizations, and bring hope to those who have lost hope, and a path to success for those who are struggling.”

Barry Kostiner continued, “Under the leadership of Andrew McDonald, Tim Chaffin and his daughter Whitney Chaffin, Legacy Education is seeking to restructure and rebuild the real estate and trading education business previously used to serve the Rich Dad, Poor Dad brand. We believe that Legacy Education, with over \$800 mm in revenue previously associated with Robert Kiyosaki and real estate education, can be the engine to continue to serve the market seeking entrepreneurial education and mentoring, while leveraging its infrastructure and experience to deliver on inspiring live events and mentoring for youth in underserved communities. In restructuring Legacy Education, we are cleaning the balance sheet to facilitate a planned Nasdaq uplisting, the planned acquisition of the Coopersmith online degree business and relationships with new investors needed to build the platform in service of Cris Carter’s vision and our updated business plan.”

Legacy Education has released a presentation explaining its planned partnership with Cris Carter, as well as additional details on the strategic vision and implementation.



LEAI Convertible Bridge to Nasdaq Uplisting Terms:

Legacy Education is seeking to raise capital through a convertible bridge financing towards a planned Nasdaq uplisting, with the following currently-proposed terms:

- Up to \$5 mm convertible note at a 20% discount to \$15 mm Nasdaq offering
- Original Issue Discount (OID): 10%
- Interest Rate: 6%
- 100% warrant coverage (CASH exercise), 25% premium to Nasdaq listing
- Maturity: 12 months (required timeframe for Nasdaq offering)
- Will require conversion of all debentures prior to Nasdaq uplisting
- Option to extend maturity (e.g. delay Nasdaq uplisting) 6 months for additional 10% payment

Structure facilitates hedging to de-risk investment:

- The conversion shares will be included in a secondary registration statement that would go effective within 60 days after the Nasdaq uplist offering. This is so that there is no selling pressure to interfere with having a successful uplist offering.
- The shares will be issued at a 20% discount to the VWAP for the 10 trading days after their registration is effective.
- The investors in the convertible note will not be restricted from trading any time after the Nasdaq IPO (e.g., they can short stock prior to getting registered shares, as well as trade actively during the VWAP period), subject to applicable law.

Additional Information:

1. Legacy Presentation: Cris Carter Partnership and Nasdaq Uplist Plan
<https://ir.legacyeducationalliance.com/presentations>
2. iHeart Podcast: <https://710wor.iheart.com/ari-zoldan/>
3. Nasdaq Article: <https://www.nasdaq.com/articles/reits-vs.-direct-real-estate-holdings%3A-should-family-offices-take-their-portfolios-public>
4. LinkedIn Posts: <https://www.linkedin.com/in/barry-kostiner/recent-activity/shares/>



Investor Relations Contact:

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www.legacyeducationalalliance.com

About Legacy Education Alliance Inc.

Legacy Education Alliance, Inc is a marketer of practical, high-quality, and value-based educational training on the topics of personal finance, entrepreneurship, and real estate strategies and techniques. Legacy Education Alliance was founded in 1996 and has cumulatively served more than two million students from more than 150 countries and territories over the course of its operating history.

Forward-Looking Statements

Certain statements made in this press release may involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. In some cases, you can identify forward-looking statements by terms such as “may,” “will,” “should,” “expect,” “plan,” “anticipate,” “could,” “intend,” “target,” “project,” “contemplate,” “believe,” “estimate,” “predict,” “potential,” “would” or “continue” or the negative of these terms or other similar expressions. All statements other than statements of historical facts contained in this press release are forward-looking statements. Any forward-looking statements are based on current expectations that involve numerous risks and uncertainties. Our plans and objectives are based, in part, on assumptions and judgments with respect to, among other things, the results projected from the introduction and roll-out of new brands, products and services, expansion into new geographic markets, and combinations with third parties; our ability to satisfy Nasdaq listing requirements and otherwise uplist to Nasdaq; the successful acquisition and operation of complementary and new business lines; the success of entering into, and the success of, joint ventures and other collaborations with third parties, including entering into and growing a proposed marketing partnership with Cris Carter on terms and conditions satisfactory to our company; our success in raising capital for operations and to implement our business plan, strategy and initiatives; the development of ecommerce capabilities; projections of international growth; projected profitability; our ability to address or manage corruption concerns in certain locations in which we operate; our ability to address and manage cyber-security risks; our ability to protect our intellectual property, on which our business is substantially dependent; our ability to manage our relationships with credit card processors; our expectations regarding the impact of general economic conditions on our business; and the effects of the COVID-19 pandemic on the global and national economies and on our business operations and financial results. Our assumptions used for the purposes of the forward-looking statements represent estimates of future events and are subject to uncertainty as to possible changes in economic, legislative, industry, and other circumstances, including the development, acceptance and sales of our products and our ability to raise additional funding sufficient to implement our strategy. Such forward-looking statements involve assumptions, known and unknown risks, uncertainties, and other important factors that could cause the actual results, performance or our achievements, or industry results, to differ materially from historical results, any future results, or performance or achievements expressed or implied by such forward-looking statements. There are a number of risks and uncertainties that could cause our actual results to differ materially from the forward-looking statements contained in this press release. Important factors that could cause our actual results to differ materially from those expressed as forward-looking statements are set forth in certain of our filings with the Securities and Exchange Commission. Except as required by applicable law, we do not plan to publicly update or revise any forward-looking statements contained in this press release, whether as a result of any new information, future events, changed circumstances or otherwise.

Legacy EdTech

Cris Carter Partnership and Nasdaq Uplist Plan

OTCQB: LEAI
Apr 2022

*Transforming Entrepreneurial Education
Platform to Doing Well by Doing Good*

*To make an omelette you have to break
some eggs...*





Websites

- ▶ legacyeducationalliance.com
- ▶ club.legacyeducation.com
- ▶ legacydegree.com
- ▶ legacyopenlibrary.org
- ▶ mveliteportal.com
- ▶ youtube.com/EliteLegacyEducation

Forward Looking Statement

This presentation has been prepared by Legacy Education Alliance, Inc. (the 'Company') and includes information from sources believed by management to be reliable. No representation or warranty, express or implied, is made as to the accuracy or completeness of any of the information set forth herein. The information contained herein is as of the date hereof and is subject to change, completion or amendment without notice. This presentation contains statements, estimates and projections with respect to the anticipated future performance of the company that may be deemed to be "forward-looking statements". These statements, estimates and projections reflect various assumptions made by the Company concerning anticipated results, which may or may not prove to be correct. All statements contained in the presentation that address operating performance, future direction, management and control of company, events or developments that are expected to occur in the future (including statements related to earnings, expectations, sales, capital expenditures, or statements expressing general optimism about future operating results) are forward-looking statements. Statements preceded by, followed by or that otherwise include the words "believe," "anticipate," "estimate," "expect," "intend," "plan," "project," "prospects," "outlook," and similar words or expressions, or future or conditional verbs such as "will," "should," "would," "may," and "could" are generally forward-looking in nature and not historical facts. Actual results could differ materially from those reflected in the forward-looking statements contained herein as a result of a variety of factors, many of which are beyond the Company's control. Factors that could cause actual results result to differ materially from those described include, without limitation, those factors disclosed under "Risk Factors" in our Form 10-K filed with the U.S. Securities and Exchange Commission ("SEC") on April 9, 2021 for the year ended December 31, 2020. This presentation is qualified in its entirety by our filings with the SEC, which contain more complete information about the Company and the risks involving our company. For additional risks and uncertainties that could impact the Company's forward-looking statements, please see the Company's Form 10-K, filed on April 9, 2021, which the Company has filed with the SEC and which may be viewed at <http://www.sec.gov>. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise. This presentation does not constitute an offer to sell or a solicitation of an offer to buy any security.


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Cris Carter Transforming Legacy Education with Vision and Purpose



“ I look forward to working with Legacy Education to partner with non-profit organizations, and bring hope to those who have lost hope, and a path to success for those who are struggling.”

Success has been a part of Cris' DNA since his collegiate football days and Hall of Fame professional football career. In partnership with his brother, Jeff Davis the CEO of CB Tech, Cris is bringing his vision and understanding of how successful organizations are built and maintained to Legacy Education.

As one of the greatest wide receivers in NFL history, Cris scored 130 touchdowns and racked up 1,101 receptions for 13,899 yards (12.6 avg.) in 16 seasons, finishing his career as the NFL's second all-time leading receiver and with the second-most touchdowns in league history. Carter is a member of the Pro Football Hall of Fame and the NFL's All-Decade Team of the 1990s.

Cris transitioned seamlessly into broadcasting following his playing career, joining HBO's "Inside the NFL" as a studio analyst in 2002. He moved to ESPN in 2008, appearing on a variety of programs as a studio analyst, including "Sunday NFL Countdown" and "Monday Night Countdown," becoming a fixture on the sports television landscape.

An Ohio native, Carter attended The Ohio State University where he studied communications and was a first-team All-American and two-time All-Big Ten performer. He has been recognized for his work with inner-city youth, receiving the Walter Payton NFL Man of the Year Award in 1999. He also serves as a mentor in President Barack Obama's "My Brother's Keeper" Program.

LEAI Update Rebuilding Platform for Financial Education and EdTech/Degree Completion

Legacy's Mission is consistent with the maxim:
Do well by doing good

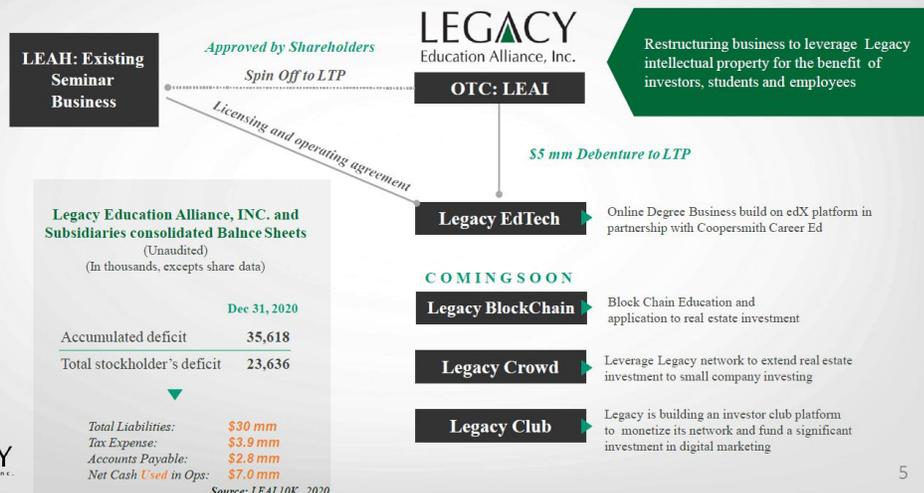
This includes allowing our shareholders
To participate in our success as we
Implement our vision

Public Vehicle: EdTech /
Degree Completion Focus

Legacy Elite Spin Off: Restructure and Rebuild
- Access capital with a vision to relaunching on Nasdaq

- LEAI has not had material trading liquidity in years.
- Restructuring is needed to unleash the value of the public platform.
- To facilitate a Nasdaq uplisting, LEAI plans to:
 - Clean its balance sheet by completing spinoff of existing business
 - Acquire synergistic business with positive earnings
 - Engage investment banker to execute on Nasdaq uplisting and financing transaction

Corporate Restructuring to Build Shareholder Value



Strategy Build Platform to Support Cris' Vision

Vision: Leverage infrastructure of Rich Dad, Poor Dad live event business to build platform for delivering education, career, and wellness services to youth from disadvantaged communities, on top of EdTech platform launch, and rebuilding education and investment business.

Implementation: Create youth events in partnership with non-profit organizations in basketball stadiums to deliver vision, hope and concrete team of educators and mentors to guide youth on path of education, career, financial and life success

Message of Legacy Education CEO, Barry Kostiner to students:

Look at your badge – there is a QR code on that badge – we have your name, your number, your address, your email address, and your IP address. When you use Tik Tok or Google, they want to sell you a pair of sneakers – when you give us your data, we want to help you succeed in life. I run Legacy Education – a company dedicated to delivering career-focused education – fast and low cost. I have been given the mission by Cris, Andrew and Alicia in partnership with Goodwill to work with everyone in this stadium for the rest of your lives to help you get an education, a career, a house, a car, a stable environment where you can care for your family, a mentor and a friend.

Strategy Implementation and Partnership Structure

- Cris Carter in partnership with Legacy Education will organize stadium events where Cris will present his vision for youth and disadvantaged communities. Remainder of presentations will be given by other inspiring speakers and Legacy Education mentors. Jeff Davis will oversee buildout of existing LEAI technology to follow up on all live event participants. We will enhance Legacy Education's marketing and education infrastructure to deliver the services needed to fulfill Cris Carter's vision.
- The live events will be the starting point to generate interests in multiple businesses, including a fund to co-invest with students (similar to Fortune Builders, but with a focus on social housing). We will also launch a non-profit scholarship fund which will include funding of both Legacy Degree and graduate / professional education.
- Our immediate focus is raising \$2 mm for our convertible bridge loan to the LEAI Nasdaq uplisting. LEAI will provide the infrastructure to follow up on and monetize the relations with the thousands of people engaged with Cris Carter's organization.
- Our philosophy is to leverage the resources of as many different 3rd party organizations as possible, including non-profits, education, technology and government entities.

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Implementation Rebuild and Extend Legacy Education Platform

Do Well by Doing Good

Go beyond success of non-profit organizations using business framework.

Example:

Typical non-profit university loses money with over \$20 k / year in tuition (\$80 k for 4 year degree)

Legacy Degree is expected to have over 40% net margin on delivering accredited degrees for \$10 k in total.

Strategy Implementation and Partnership Structure

- As Legacy Education returns to live events, it will focus on larger quarterly events with Cris Carter as the host. More frequent events will focus on online education and events held in partnership with non-profit organizations and local schools.
- Cris Carter's organization "Smart Brother" will take over the role of branding for Legacy Education previously held by Robert Kiyosaki and the Rich Dad, Poor Dad organization. Smart Brother will receive a 10% royalty on revenues in Legacy Education associated with students in the Smart Brother network.
- As part of successfully entering into partnership with Cris Carter and funding Nasdaq uplisting, affiliates of Barry Kostiner, Andrew McDonald and Chris Cobbinah will equally share in warrants on 20% of the shares outstanding at the time of the Nasdaq uplisting, at a 20% premium to the Nasdaq offering
- Part of the use of Smart Brother's funding may be to invest in LEAI.
- LEAI will fund operating infrastructure for Smart Brother and Apex Sports, with management contracts.
- Our team is also raising money for the expansion of Apex Sports to use sports education as a conduit for career-focused college degrees and financial education targeting underserved communities.
- Legacy Education is in discussion on the formation of a REIT SPAC, with the underlying principles that have been outlined in a paper released by Barry Kostiner on LinkedIn on 3 apr 22. A wholly owned subsidiary of LEAI will receive sponsor shares in this REIT SPAC. Additional sponsor shares will be allocated to Barry Kostiner, Andrew McDonald and Cris Cobbinah. Barry, Andrew and Chris are anticipating participation in the issuance of additional public real estate investments outside of Legacy Education. It is anticipated that \$10 million will be allocated to investments in social housing in partnership with Legacy Education mentors and students.

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Financing Execute Creative PIPE Funding Structure

Hedge Fund Structures

Turning family offices into investment banks: Building trading expertise and using hedge fund structures

High level topics – Power of Hedge Fund Strategies:

- Bankruptcy / Distress Investing – Buy \$1 for a nickel
- Leverage: Buy \$1 with a nickel
- Credit: Show \$1, don't need nickel
- Arbitrage: Take nickel off the table before it hits the table
 - Example: \$1 bn DWAC PIPE – investors are taking NO risk!
- Public Markets: Valuation divorced from traditional economics (discounted cash flow) models
 - Example: AMC announcement of gold mine \$30 mm investment, increased market cap by \$800 mm

LEAI Convertible Bridge to Nasdaq Uplisting Terms

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- Original Issue Discount (OID): 10%
- Interest Rate: 6%
- 100% warrant coverage (CASH exercise), 25% premium to Nasdaq listing
- Maturity: 12 months (required timeframe for Nasdaq offering)
- Will require conversion of all debentures prior to Nasdaq uplisting
- Option to extend maturity (e.g. delay Nasdaq uplisting) 6 months for additional 10% payment

Structure facilitates hedging to de-risk investment:

- The conversion shares will be included in a secondary registration statement that goes effective 60 days after the Nasdaq IPO. This is so that there is no selling pressure to interfere with having a successful IPO.
- The shares will be issued at a 20% discount to the VWAP for the 10 trading days after their registration is effective.
- The investors in the convertible note will not be restricted from trading any time after the Nasdaq IPO (e.g. they can short stock prior to getting registered shares, as well as trade actively during the VWAP period).

Goal: use hedge fund strategies to raise capital, leverage power of family offices, and best in class principles of operations management to take impact investing beyond the success of government and non-profit institutions.

Legacy Degree Initial Deliverable to Implementing Vision

Illustration: Goodwill Mission

Goodwill® works to enhance the dignity and quality of life of individuals and families by strengthening communities, eliminating barriers to opportunity, and helping people in need reach their full potential through learning and the power of work.

Legacy is building its online degree business on the Coopersmith platform, with over 15,000 students having completed their degrees and career plans

- **Lead in cost and time**
Hybrid online education.
"4 year" degree for under \$10,000 in less than 18 months.
- **Build community to overcome online negatives**
Establish network of tutors, career guidance counselors, and marketers to give students video and in-person guidance.
- **Focus on career path and life goals**
Partner with professional programs such as accounting, social work, abuse counseling, and nursing.

At under \$10k for a full Bachelor's degree, we are a cost leader

5% online degree market share (150k students / year) would generate top line revenue in excess of \$1 bn / year

Valuation Vision Generating Profits in a Cash Burn World

Legacy will only invest in businesses that have a clear path to profitability

	2021					2020				
	Coursera COUR	Amsite AMST	Aspen ASPU	2U TWOU	Udemy UDMY	Coursera COUR	Amsite AMST	Aspen ASPU	2U TWOU	Udemy UDMY
Revenue	415,287,000	674,580	67,812,520	945,682,000	518,157,000	293,511,000	59,749	49,061,080	774,533,000	429,899,000
Gross Profit	249,533,000	674,580	52,537,389	676,317,000	282,133,000	154,665,000	59,749	39,421,758	540,714,000	220,646,000
GM %	60%	100%	77%	72%	54%	53%	100%	80%	70%	51%
Operating Costs	392,596,000	8,648,592	58,028,529	843,755,000	357,540,000	721,248,000	4,142,133	42,240,099	710,549,000	294,026,000
Op Income	(143,063,000)	(7,974,012)	(5,491,140)	(167,438,000)	(75,407,000)	(66,583,000)	(4,082,384)	(2,818,341)	(169,835,000)	(73,380,000)
EBITDA %	-34%	-1182%	-8%	-18%	-15%	-23%	-6833%	-6%	-22%	-17%
Total Assets	958,910,000	12,476,833	80,806,906	2,109,006,000	739,851,000	417,624,000	5,704,673	66,239,511	1,544,264,000	282,096,000
Stockholder's Equity	741,513,000	11,735,090	49,090,474	829,155,000	392,200,000	(221,824,000)	2,999,896	41,747,957	940,990,000	(260,685,000)
Net Tangible Assets	731,422,000	10,422,447	30,939,076	(670,907,000)	345,903,000	(232,394,000)	1,722,799	24,612,107	206,090,000	(274,698,000)
Share Price (11 feb 22)	19.7	0.825	1.27	9.03	13.18					
Shares Outstanding	93,650,000	21,990,000	25,030,000	75,750,000	138,940,000					
Mkt Cap	2,770,000,000	18,138,000	31,794,000	684,065,000	1,831,000,000					
Rev Multiple (Annualized)	6.67	26.89	0.47	0.72	3.53					
Op Income Multiple	Neg	Neg	Neg	Neg	Neg					
Employees	779	22	398	3,772	1,131					
Revenue / Employee	533,103	30,663	170,383	250,711	458,141					

We believe in building businesses that have a clear path to providing not only valuable services that positively impact society, but also profitability.

The EdTech world is led by companies that do not meet these criteria. We are committed to delivering value to our students, investors, employees and communities.

Appendix

Data and Resources

LEAI Infrastructure Building on 25-year investment in people and systems

People

With a 20 person core team and Philippines call center we can rebuild a global education business,

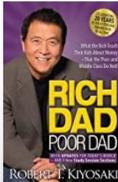
But this time focus on profitability and digital delivery

Systems

Legacy has invested over \$10 mm in Oracle Netsuite ERP software infrastructure to manage over \$700 mm in sales

Many of our students begin their journey to financial independence at a **Free - Preview Workshop**, next attending **3-Day Basic Training** classes followed by **Elite Training** classes and mentorship programs that can be customized to each individuals needs and learning styles.

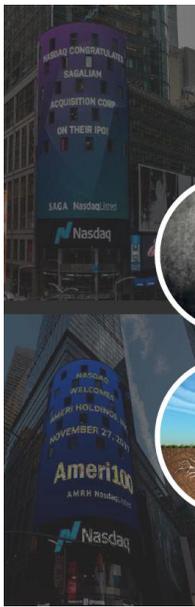
Revenue by Segment (in Millions)



Basic and Advanced Level Trainings Courses Are Delivered Via:
 Live Classroom Live Online On-Demand 1-on-1 Mentoring & Coaching

Course Offerings (partial list)





Executive Management



Barry J. Kostiner

Mr. Kostiner is serving as the Chief Executive and Chairman of Sagaliam Acquisition Corp (Nasdaq: SAGAU) and Chief Financial Officer of Sunfire Acquisition Corp (Nasdaq: SUNFU). Additionally, Mr. Kostiner has served as the President of Legacy Tech Partners, LLC (LTP), a microcap-focused EdTech investment vehicle, since February 2021, and has also been a Manager of Capital Markets at Legacy Education Alliance, Inc. (OTCQB: LEAI) since March 2021. Mr. Kostiner joined the Board of Directors of LEAI in May 2021. LEAI has had cumulative education revenues in excess of \$500 million over the past decade, prior to the Covid-19 pandemic. Mr. Kostiner has served as the Interim Chief Executive Officer of Legacy Education Alliance since December 1, 2021.

Mr. Kostiner was the CFO of Ameni Holdings Inc. (Nasdaq: AMRH) from October 2018 through December 2020. The operations of AMRH, including its global IT services business focused on SAP with operations in both the US and India, was acquired by management, with the residual Nasdaq vehicle acquired by Enveric Biosciences (Nasdaq: ENVB), an evidence-based cannabinoid pharma company focused on palliative therapies for cancer patients. Mr. Kostiner has been a consultant to ENVB since January 2021. From May 2016 through October 2018, Mr. Kostiner was a consultant to Cypress Skilled Nursing, a healthcare facility operator and from May 2017 through October 2018 he was a consultant to LinkKey Technologies Inc., an artificial intelligence incubator with a portfolio of intellectual property focused on AI and LIDAR / geospatial technology, with research staff in India and New York. Mr. Kostiner's 20-year career in energy includes eight years at Goldman Sachs and Merrill Lynch and their affiliates, with a focus on energy trading and portfolio management, as well as serving as the CEO of an oil & gas SPAC (Nasdaq: PGRI) from 2005 through 2009.

Mr. Kostiner earned a Bachelor's of Science degree in Electrical Engineering with a minor in history, and a Master's of Science in Operations Research from MIT. His thesis on the mathematics of electric industry deregulation was sponsored by Harvard's Kennedy School of Government.

legacyeducationalliance.com · sagaliam.com

Bio Real Estate Investment: Guidance and Inspiration



Laguna Beach mansion selling for \$14 million created by designer of Qatar palace



Andrew McDonald

A natural-born networker, entrepreneur, salesman and seeker, Andrew brings more than 20 years of real estate experience to Pacific Sotheby's. With a passion for helping others and a gift for identifying a home's potential, he is uniquely suited to bring out the highest values in real estate while serving buyers, sellers, and investors in what is often the most personal and significant transaction they will make in their lives.

Andrew McDonald, has lived nearly his entire adult life along the coastline of Orange County, and yet, his journey has been anything but static. His life experience as a born networker, serial entrepreneur, respected life coach and eventual business consultant, reflects common threads in a remarkable story — his commitment to demonstrating and inspiring peak performance and his passion to help people fulfill their dreams. His interest in real estate began in grade school, and upon his arrival in the arena, he quickly exhibited his competitive edge — the unique brand that has become his trademark.

<https://theandrewmcdonald.com/>

Robert Herjavec has found his latest investment in Newport Beach.

The businessman and "Shark Tank" star has purchased a waterfront home through a trust for \$7.95 million.

LEGACY
EDUCATION ALLIANCE, INC.
OTC: LEAI

SEC Filing History Turning the Ship

LEGACY
EDUCATION ALLIANCE, INC.
OTC: LEAI

We have been investing time and capital in reinventing and funding the Legacy education platform

SEC filings:
<https://www.sec.gov/edgar/browse?CIK=1561880&owner=exclude>

Strategy Implementation

10 Jan 22 Registration of 42 mm shares
<https://www.sec.gov/Archives/edgar/data/0001561880/000149315222000863/0001493152-22-000863-index.htm>

<https://www.sec.gov/Archives/edgar/data/0001561880/000149315222000529/0001493152-22-000529-index.htm>

16 Jun 21 EdTech Strategy / Spinoff Presentation
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021032731/0001213900-21-032731-index.htm>

12 Mar 21, item 6, LTP Financing and Spin Off Term Sheet
https://www.sec.gov/Archives/edgar/data/1561880/000121390021015157/ea137574-ex10-5_legacyedu.htm

1 Jun 21 Spinoff Proxy
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021030251/0001213900-21-030251-index.htm>

Funding History

11 nov 21, Mayer & Associates 140 mm share equity financing agreement – 20 mm shares free, 120 mm shares @\$0.0583 = \$7 mm
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021061626/0001213900-21-061626-index.htm>

2 Sep 21, GLD Debenture = \$1 mm, \$500k funded @ \$0.05/share with \$0.05 warrant
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021046378/0001213900-21-046378-index.htm>

12 mar 21 LTP Debenture = \$5 mm, \$675k funded @ \$0.05/share with \$0.05 warrant
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021015157/0001213900-21-015157-index.htm>

27 apr 21, PPP - \$1.9 mm, Crossriver Bank
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021023134/0001213900-21-023134-index.htm>

5 may 20 PPP - \$1.9 mm, Pacific Premier Bank
<https://www.sec.gov/Archives/edgar/data/0001561880/000121390021010747/0001213900-20-010747-index.htm>

