

TARGET MONTHLY INCOME & LONG- TERM GROWTH BY BUILDING THE FUTURE OF SENIOR LIVING.

Invest in the dignified, high-quality
care seniors deserve.

TARGETING

10%

ANNUALIZED,
DISTRIBUTED
MONTHLY,
PLUS GROWTH

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investasl.com



AQUINAS
SENIOR LIVING



Care Team Member & Community Member of Wynwood House, PA

THE DIGNITY, EMPATHY, AND CARE EVERY SENIOR DESERVES

There simply aren't enough senior living communities to meet the growing demand—and that gap is only widening.¹

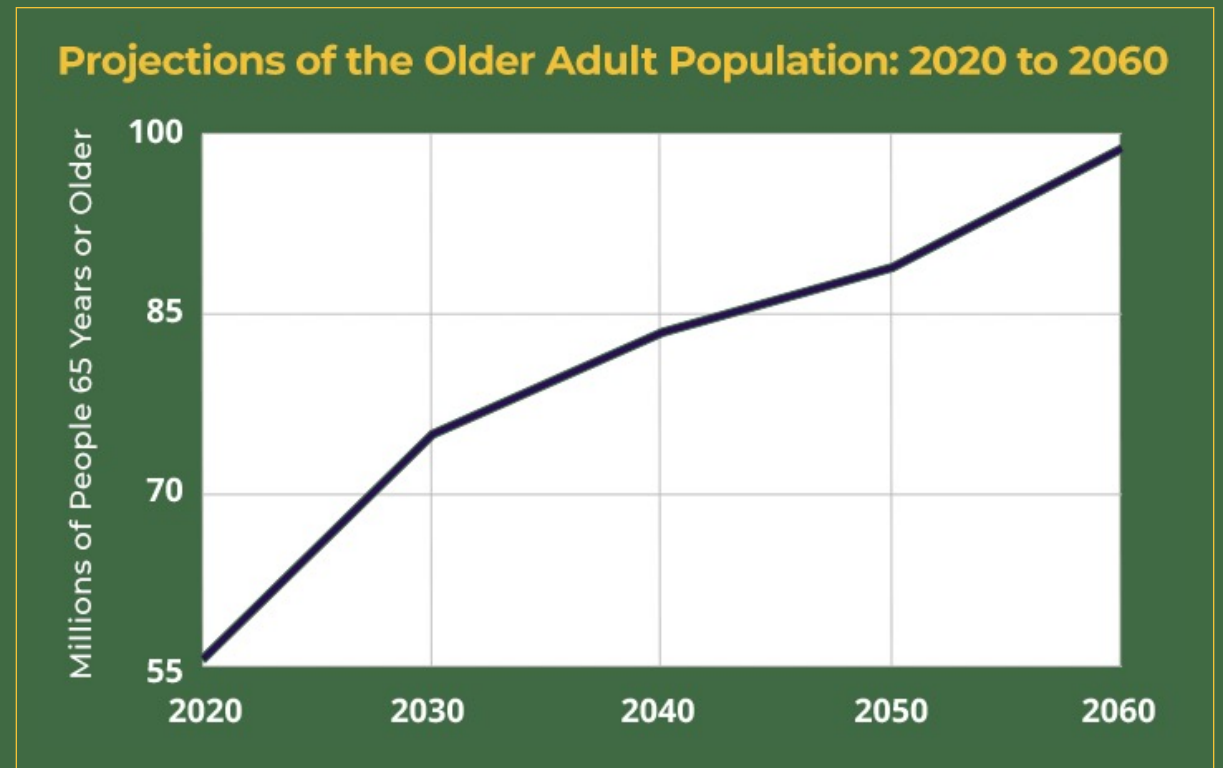
By investing in this essential sector, we aim to deliver monthly distributions, plus long-term growth, and create the dignified, high-quality care people deserve in their golden years.

AMERICA'S 65+ POPULATION WILL NEARLY DOUBLE BY 2060

By 2060, more than 90 million Americans will be over age 65—nearly double the number from 2020. The fact is, new senior housing development is falling behind demand, and Aquinas Senior Living's plan alone will only make a dent in it.

We believe that this growing imbalance between supply and demand presents a long-term opportunity for investors.

We are focused on the mid-market segment of the Mid-Atlantic. We differentiate our residences from how we operate and manage communities to how we are working to deliver value for investors.



Source: U.S. Census Bureau, 2017 National Population Projections.

SUPPLY GROWTH IS STILL NOWHERE NEAR DEMAND

Across the U.S., senior housing faces historic lows in new construction just as the largest wave of Americans aged 80+ arrives.

This imbalance is creating a clear runway for experienced developers to create new, high-quality communities—and for well-capitalized managers like Aquinas to help close the demand gap.

Q1 2025: 1,076 starts (lowest since Q2 2009) and **~19,500 units under construction** (lowest since 2013).²

Q2 2025: only 809 new units opened; annual inventory growth fell to 0.97%—first time below 1% since the National Investment Center for Senior Housing & Care (NIC) began tracking in 2006.^{3, 4}

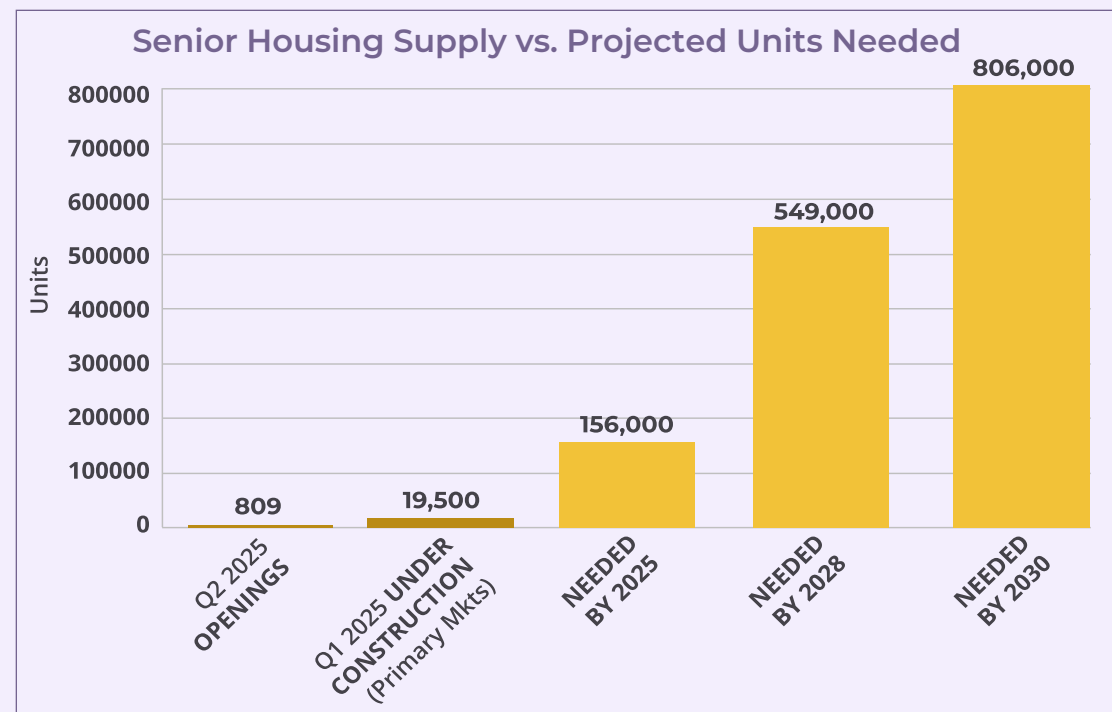
To maintain today's 80+ demand the US will need to construct: **+156k units by 2025; +549k by 2028; +806k by 2030.**⁵

Capital needed by 2030: ~\$400B; at the current pace only ~40% is on track.⁶

On current trajectory **by 2030: ~550k-unit shortfall** → estimated to have a ~\$275B investment gap.⁷

Beyond 2030: shortage could approach ~\$1T by 2040; development starts near ~0.2% of inventory today.^{8, 9}

Notes: "Under construction" reflects NIC MAP 31 Primary Markets. "Needed" bars are U.S. additional units to maintain current 80+ penetration rates (NIC MAP Vision). Sources in footnotes.



INVEST IN A RISING NEED

It's clear that America is aging rapidly, and senior housing isn't keeping up with demand.¹

At Aquinas Senior Living, we see more than a market opportunity. **We see a human need.** We acquire senior living facilities from regional operators and family-run businesses and transform them—upgrading environments, enhancing amenities, and adding innovative technologies and services that small, independent facilities often cannot provide.

Each community is staffed by empathetic, well-trained, and fairly compensated caregivers. **We recognize that being the provider of choice for seniors means that Aquinas has to be the employer of choice for its staff, vendors and care providers.**

Led by a seasoned team with deep expertise in both real estate and senior care, Aquinas opens the door for everyday investors to participate in institutional-grade real estate and the accelerating demand for quality senior housing.



Aquinas Senior Living Property:
Nittany Valley, Boalsburg, PA

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THE HEART OF AQUINAS SENIOR LIVING

Compassion that drives care and delivers results to families, and our investors.

Aquinas Senior Living is a compassionate, forward-thinking care provider dedicated to empowering seniors with personalized, integrated support. **We honor every season of life** with dignified care, meaningful connections, and vibrant communities where residents and caregivers can truly thrive together.

At the heart of our mission are the Aquinas Elements of a Beautiful Life, inspired by the timeless wisdom of St. Thomas Aquinas:



Integritas (Wholeness)

Offering care that supports mind, body, and spirit, helping residents feel valued and whole.



Consonantia (Harmony)

Balancing independence, support, and relationships for a well-ordered, fulfilling life.



Claritas (Radiance)

Illuminating each resident's inner light through meaningful connections and activities.

These principles guide every decision we make — from the design of our communities, to the integration of innovative technologies, to the daily interactions between residents and staff — ensuring that care is not only delivered but lived.

WE'RE BACKED BY AN INDUSTRY LEADER

There are many core values as well as business processes we share with Merakey. Chief among them is our shared mission to care for the most vulnerable of our society. It is with that ethos that we are building Aquinas Senior Living.



Merakey is a leading non-profit provider of developmental, behavioral health, and education services. With a revenue of nearly \$800 million in Fiscal Year 2025, more than 8,000 employees provided support to nearly 40,000 individuals and families throughout 12 states across the country.

We believe that through its wholly owned subsidiary, Merakey's partnership with Aquinas' vision for high-quality senior care empowers our business model and mission.



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LEADING THE TRANSFORMATION OF MID-MARKET SENIOR LIVING

We've designed our process to deliver on what we promise—leveraging the advantages of being a multi-facility owner/operator and enhancing our model through our special partnership with Merakey, a leading, mission-driven, and compassionate provider of basic needs for vulnerable populations.

Each facility we acquire and operate will be aimed at providing some or all of the following services: active adult living, independent living, personal care, assisted living, memory care, and hospice.



*Aquinas Senior Living Property:
Heritage Springs Memory Care,
Montoursville, PA*

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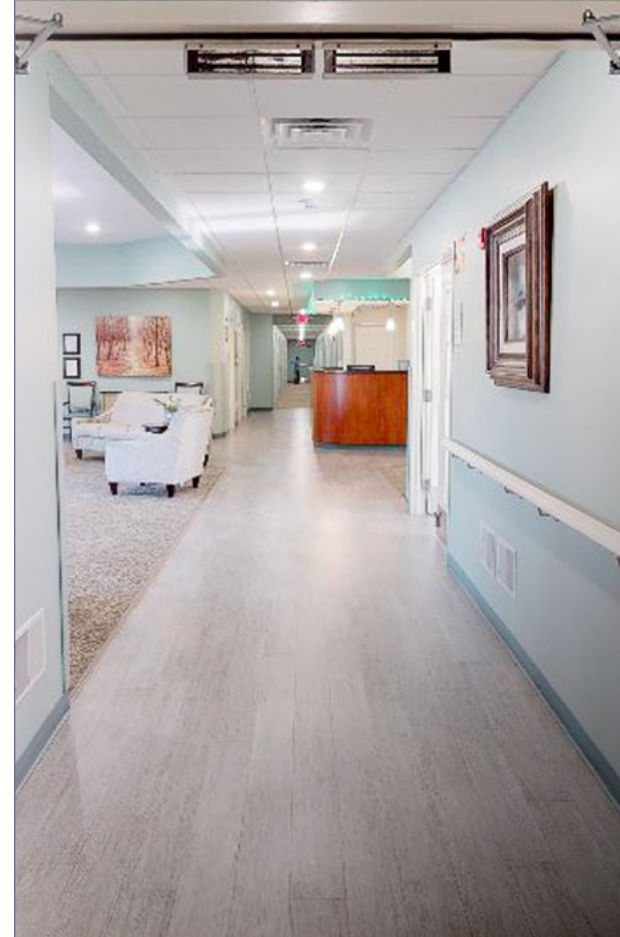
Step 1: Acquire, Refurbish & Improve

We purchase underperforming Class B and C senior living communities that are structurally sound but need operational improvements.

Our process targets facilities which are priced below replacement cost, have room for value-adding modernizations, and exhibit strong local demand.

These facilities are typically owned by small regional operators, are family businesses, or owned by individuals who may lack access to capital for growth or are ready to transition ownership due to retirement, succession challenges, or burnout.

- **Facility Improvements:** Renovations and expansions where appropriate.
- **Amenities:** Enhancing existing amenities and introducing new ones.
- **Services:** Adding service offerings such as memory care and on-site pharmacies.
- **Technology and Systems:** Upgrading systems is key to better care and a better run business. Adding some of the most advanced technology with our partner, Teton brings our ability to provide care to a new level.



Aquinas Senior Living Property:
Heritage Springs Memory Care,
Lewisburg, PA

Step 2: Invest in the Care Team

We believe great care starts with great people—how we recruit, develop, and empower our teams.

- **Empathy-First Hiring:** You can't teach empathy. We look for it from the start and build a culture that nurtures it.
- **Training & Development:** Ongoing education, competitive pay, and clear career paths.


We aim to create environments where the best caregivers want to build their careers.



*Care Team Member & Community Member of
Aquinas Senior Living Property: Wynwood House, PA*

Step 3: Enhance Care with Proven Partners

We believe great care starts with great people—how we recruit, develop, and empower our teams.

- **Merakey:** A national leader in behavioral healthcare will help us offer services typically found only in large-scale facilities, including on-site pharmacy services and behavioral health support. 
- **Teton:** In use for years in Europe, Teton brings advanced hospital-grade monitoring technology to senior living. Designed for preventive care, Teton uses anonymized computer vision to interpret body movement and room activity in real-time—without storing video—then sends only meaningful alerts to our care team.

Traditional care waits for incidents to happen. Teton shifts the focus to prevention, alerting staff to subtle changes in behavior or wellbeing, before they turn into emergencies.



75%
Reduction in Falls

24/7
AI Monitoring

100%
Privacy Protected

SENIOR HOUSING AND CARE ARE RECESSION-RESILIENT NEEDS

For many families, senior care isn't optional—it's essential. That's why well-operated senior housing often outperforms other types of commercial real estate.¹ Even during downturns, the demand for high-quality senior living and compassionate care remains strong.

Further, baby boomers—who make up less than 17% of the population,¹⁰ hold more than 50% of the wealth in the US.¹¹ The aging of this generation marks the inflection point of an influx of retirees in need of care, and a large number of them with the wealth to receive it.

A Fragmented Market Built for Strategic Acquisition

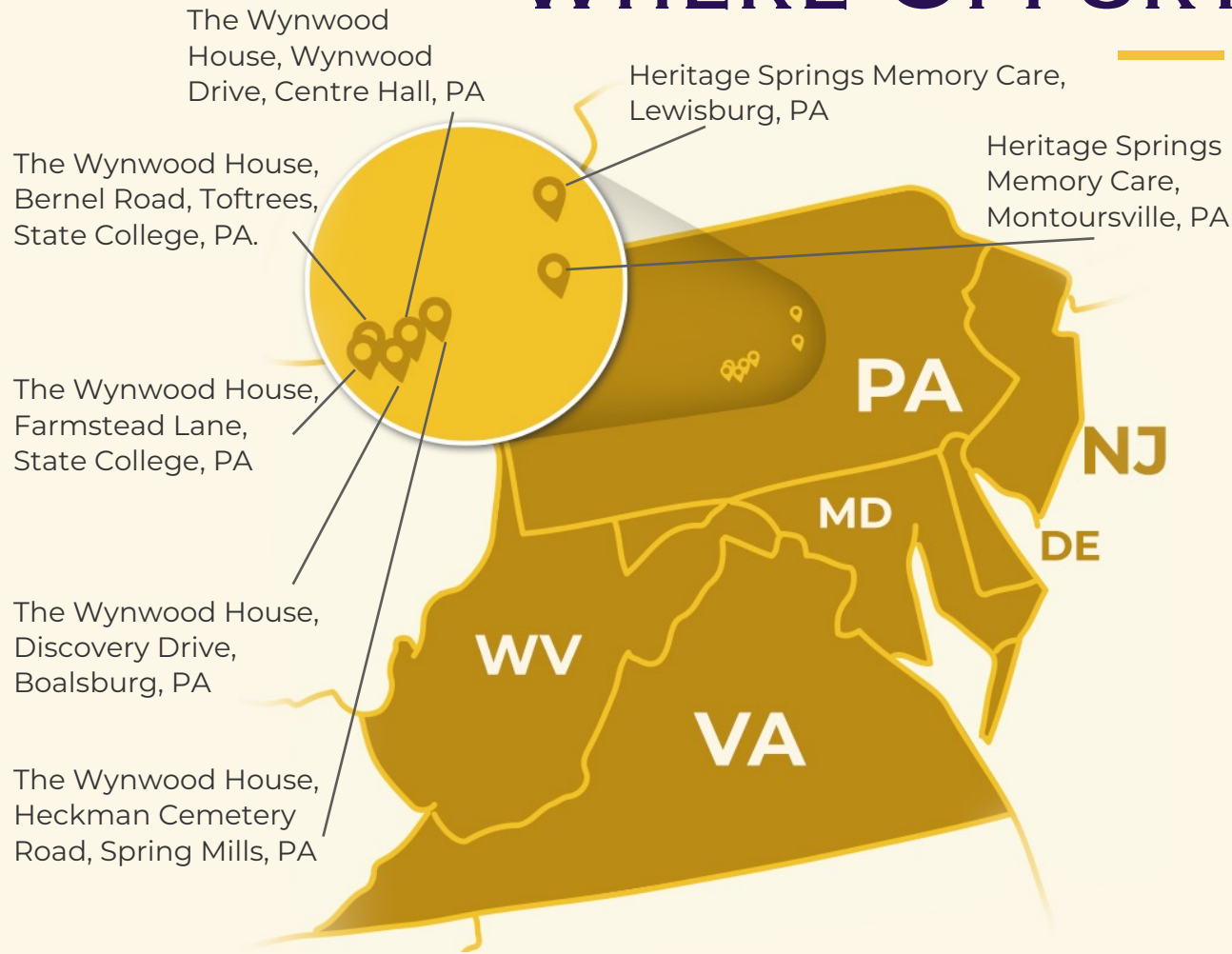
Many senior living properties are owned by regional operators, individuals, or families without a succession plan. This creates a steady pipeline of acquisition opportunities ideally suited to our hands-on strategy. We focus on buying, upgrading, and professionally operating these facilities to unlock long-term value.

Acquire → Upgrade → Empower Caregivers → Operate → Investor Returns



*Aquinas Senior Living Property:
Heritage Springs Memory Care,
Lewisburg, PA*

FOCUSED ON THE MID-ATLANTIC, WHERE OPPORTUNITY LIVES



Sometimes the best opportunities are right in your own backyard.

Founded and operated in the Mid-Atlantic, Aquinas Senior Living targets higher-income counties across this region, where demand for quality senior care is rising.

We know this area deeply, and in our view, few competitors focus on upgrading mid-tier senior living facilities—and the care they provide—the way we do.

By combining local insight, operational excellence, and compassionate care, Aquinas Senior Living offers a unique opportunity for investors and the seniors we serve.

INVESTMENT OVERVIEW

1. Preferred Returns

Management does not share in profits until a 10% annualized return has been realized.

2. Planned REIT Election in 2026

- One of the many benefits is its obligation to distribute 90% of our profits by year-end.
- No double taxation—income is passed through to investors without first incurring a corporate tax (investor should seek personalized advice).

3. Monthly Distributions

Our revenue is primarily monthly, and so are our distributions.

TARGET RETURN
10% Annualized

RETURN TYPE
Monthly Income

OFFERING TYPE
Regulation CF*

INVESTMENT TERM
4-6 Years

USE OF PROCEEDS
**Senior Property Acquisition
and Operations**

* We anticipate a Regulation A offering of \$75 million as soon as the government reopens and the SEC catches up on deferred filings.

LAW FIRMS
Solon Law
Securities

Barley Snyder, LLP
Corporate

AUDITOR
Mongio & Associates

BROKER DEALER
DealMaker Securities

ACCOUNTANT
CBIZ

VALUATION
JLL & Newmark

TRANSFER AGENT
DealMaker

BANKING
Fulton Bank N.A.

ABOUT

Aquinas Senior Living, Inc. was founded in 2023 to modernize and scale senior living communities through a unique blend of real estate expertise, a devotion to caring for seniors, and key strategic partnerships. Focused on the Mid-Atlantic, Aquinas acquires and revitalizes Active Adult Living, Independent Living, Personal Care, Assisted Living, Memory Care, and Hospice properties, upgrading the facilities and the scope of amenities and services. We operate these comprehensive communities with a true sense of compassion and kindness, elevating care through innovative technology that supports staff and enhances resident quality of life.

With trusted care partners and a scalable acquisition model, Aquinas offers both social impact and attractive investor returns.

We plan to elect tax-advantaged Real Estate Investment Trust (REIT) status in 2026.



*Aquinas Senior Living Property:
State College, Toftrees, PA*

MANAGEMENT TEAM



Leonard S. Poncia, *Chairman of the Board, Chief Development Officer*

35+ years in all aspects of commercial real estate investment and development. Experienced developer of housing, low and high-rise apartment buildings, urban infill office, retail, and industrial investment properties. Entitlement process expert at federal, state and municipal levels. Development and investment activities exceed \$3 billion.



Stephen J. Schmid, *President, Chief Executive Officer*

35+ years in all aspects of real estate investment property sales, finance, and capital raising. Experienced in underwriting and valuing all major real estate property types. Sales and finance activities exceed \$750,000,000. Public and private company experience responsible for equity capital raising, debt financing, joint venture development, project finance, and construction lending with NASDAQ, NYSE, and family office companies.



Michael T. Hines, *Executive Vice President, Capital Markets*

Corporate finance executive with three decades of transactional experience. Managed public offerings, private placements, mergers, and acquisitions. Syndicated equity placements to Banks, Institutional Investors, Family Offices, and Wealth Managers domestically and internationally. Capital market funding activity in excess of \$500,000,000.

MANAGEMENT TEAM (cont'd.)



James T. Burnham, *President Management Services Company, Chief Operating Officer*
Experienced and resourceful C-suite executive in the senior housing and long-term care industry in the for-profit and not-for-profit landscape since 2000. Served on multiple state association committees and board-level positions, focusing on PA Assisted Living Association initiatives. Engaged to provide subject matter expert testimony for proposed senior housing and care projects in excess of \$500,000,000.



Jack Takacs, *Executive Vice President, Strategic Solutions*
Entrepreneur and corporate finance executive with five decades of transactional and managerial experience. Founded one of the first retail auto leasing companies, which was acquired by a major auto leasing and rental company. Senior Partner in an auto loan securitization specialty finance company. Co-Head of Capital Markets for a diversified holding company with investments in national hotels, franchises, a savings and loan bank, and various real estate portfolios. Managing Director/Senior Partner at a private equity fund manager with over \$1 billion in AUM and principal investments. CEO of a diversified bank holding company in Texas. Senior Partner and Managing Director of Corporate Credit at an international asset management firm. Founder and Executive Managing Director of Fundamental Group, active in structuring and funding asset management partnerships in corporate lending, real estate, consumer lending, and consumer products.



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invest.aquinasseniorliving.com



¹ AEW Research. (2024). Q3 2024 Senior Housing Research Perspective. AEW Research. <https://www.aew.com/site-assets/documents/research/Q3-2024-Senior-Housing-Research-Perspective.pdf>

² National Investment Center for Senior Housing & Care (NIC) press release (Apr 3, 2025): [Older Adults Seek Senior Housing at Record Rate](#)

³ NIC press release (Jul 10, 2025): [Baby Boomers Begin Making the Move to Senior Housing and Active Adult](#)

⁴ NIC blog: [Senior Housing Occupancy Rises in 2Q 2025; Inventory Growth at Record Lows \(Takeaway #3: 0.97% YoY; first time <1% since 2006\)](#)

⁵ NIC blog (Jan 4, 2024): [How Much Future Senior Housing Inventory is Needed to Meet Demographic Demand? \(156k/549k/806k\)](#)

⁶ Same NIC blog: [~\\$400B needed by 2030; ~40% currently on pace](#)

⁷ Seniors Housing Business (Jun 28, 2024): [NIC MAP Vision—550k unit shortfall by 2030 → ~\\$275B investment gap](#)

⁸ McKnight's Senior Living (Jun 27, 2024): [\\$1T investment shortage by 2040 if development doesn't accelerate](#)

⁹ Seniors Housing Business (same article): [New starts ≈0.2% of existing inventory; development must accelerate ~3.5x](#)

¹⁰ Blakeslee, L., Caplan, Z., Meyer, J. A., Rabe, M. A., & Roberts, A. W. (2023). Age and Sex Composition: 2020 (Nos. C2020BR-06). US Census Bureau. <https://www2.census.gov/library/publications/decennial/2020/census-briefs/c2020br-06.pdf>

¹¹ The Fed—Distribution: Distribution of Household Wealth in the U.S. since 1989. (2025, June 20). <https://www.federalreserve.gov/releases/z1/dataviz/dfa/distribute/chart/#range:2010.1,2025.1;quarter:142;series:Real%20estate;demographic:generation;population:1,3,5,7;units:levels>

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Past performance is not indicative of future results. Any investment or financial decisions made based on past data should not be considered a guarantee of future performance. Always consult with a qualified financial advisor or professional before making investment decisions.

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Further, investors may receive illiquid and/or restricted stock that may be subject to holding period requirements and/or liquidity concerns.

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