

YIGAL B. BARUCH

YB Consulting

“Just-in-time” CFO

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Public Offering - M&A - IR
Finance - Operations - Systems
Global Hi-tech – Software Industry
Growth - Turn-around - Litigations

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A proven professional with a strong, well-rounded background and record of success at being the CEO’s partner, the shareholders’ fiduciary, and the bottom line cop while managing business operations. Industries of expertise include e-business and enterprise software, hi-tech medical equipment, international banking and manufacturing. Intuitive problem solver who can recognize, turn around and manage activities that have a significant impact on the bottom line. A people person who can effectively get the team behind him.

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WORK HISTORY, RESPONSIBILITIES AND SIGNIFICANT ACCOMPLISHMENTS

YB CONSULTING

June 2000--Present

Financial advisor/acting CFO (concurrent) – early stage companies

Agent Video Intelligence, Fort Myers, FL-----enhanced video analytics
Disksites, Rockville, MD----- remote data solutions
Get Taxi, NY-----mobile application for taxi rides
Keneisys, Reno, NV-----secured data files
Mirabel Medical, Austin, TX-----non-invasive medical devices
NiTi Medical Technologies, MO-----GI tissue closure
Radiancy, Orangeburg, NY-----cosmetic medical devices
Ray-Q, Paramus, NJ-----electrical interconnect solutions
Se-ure Pharmaceuticals, Ridgewood, NJ-----pharmaceuticals
Trusted Opinion, Palo Alto, CA-----social recommendations engine
Unisfair, NYC-----virtual web events enabler
YCD Multimedia, NYC-----digital signage solutions

Qbt, Silicon Alley, NYC

February 1999--May 2000

Investor, advisor, board member and CFO.

Development and sales of e-business enabling software for financial institutions.

- Prepared the business plan, financial projections and valuation models relating to M&A activity.
- Introduced the company to investment sources and helped raise private funding necessary for first year of operations (\$500k).
- Helped prepare the company’s support infrastructure for its planned growth.

Level 8 Systems, NYC (NASDAQ: LVEL)

September 1998--January 1999

VP and CFO

Unable to accept call to relocate

Global provider of e-business integration software

- Responsible for Finance, MIS/IT and Administration departments.
- In-charge of current relations with investors and development of new ones with potential analysts and investment bankers.
- Led the due diligence of Seer’s acquisition, a company four times the size of Level 8, and was instrumental in lobbying this bold acquisition to the Board until approved. Continued to lead the transaction

consummation process.

- Completed and tied all loose ends of acquisitions completed prior to joining the company.
- Reorganized the financial controls, information gathering and reporting structure, thus regaining the confidence of the outside auditors in the credibility of the financial reports.
- Lowered DSO from 90 to 65 days by establishing disciplines in the invoicing and collection routines.
- Was active in new deals structuring and contract negotiations as a teammate of the sales and operations executives.
- Handled all issues, including settlement negotiations, relating to outstanding litigations.
- Acted as the main contact with the parent company overseas and its outside auditors.
- Established a new health plan and a formal employee policy handbook.
- Selected a new project oriented Solomon financial package.

Sharplan Lasers, Allendale, NJ (NASDAQ: LUME)

VP Finance, Administration and IT

Hi-tech medical devices, subsidiary of Laser Industries, later ESC

April 1990—August 1998

Unable to accept call to relocate

- Was instrumental in a 2PO in 1996 (a \$15 mil secondary public offering by the foreign parent company, identical in all aspects to an IPO, since it took place 12 years later) including participation in a road show. Completed process successfully despite negative market sentiment at the time.
- Became the US contact for investors and analysts on behalf of the foreign parent company, regaining and maintaining company's business credibility resulting in increased following of the stock.
- Participated in solicitation of debt conversion that increased equity by \$4 million.
- Conducted due diligences (6), and led completed acquisition consummations and implementations (3), in a manner focused on speedy and effective team and systems integrations.
- Selected and implemented new technologies for information gathering, sharing and processing for Sales (ExpertSales), MRP (Great Plains) and enterprise-wide (QAD), ensuring the maximum ROI therefrom by leading the projects and continuingly monitoring their effectiveness.
- Wrote and participated in preparing expert opinions relating to patent infringement litigations.
- Initiated and led a world-wide tax project of establishing appropriate transfer pricing policy.
- Analyzed operational performances, identified weaknesses in the allocation of resources, introduced savings across the board and educated management and employees to bottom line awareness, resulting, after one year, in improved gross margins (70%), decreased operating expenses (15%) and turning the company cash flow positive.
- Renegotiated and restructured bank debt to accelerate business turn-around.
- Developed and optimized cost effective risk management programs maintaining minimal exposure to the company.
- Introduced efficiencies, eliminated redundancies and maximized per-capita contribution to the bottom line resulting in a lower break-even point by \$3 million (17%) in six months.
- Initiated the structure of profit and cost centers to better control expenditures

in relation to plan and bottom line orientation, which helped turning the company profitable after one year from initiation.

- Developed and coordinated all employee benefit programs.

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Laventhol & Horwath, NYC

April 1988--March 1990

Audit Manager and small-medium business consultant

- Was mainly involved with textile manufacturers and defense contractors.

Entrepreneurial ventures (concurrent)

July 1986--March 1988

- Founded a rental real-estate tax shelter venture in NJ.
- Built a specialty cosmetics retail store at a mall in Morris Plains, NJ.
- Ran a consulting practice specializing in inventory and cost accounting methods implementation.

Sony, Corporate, Park Ridge, NJ

March 1984--June 1986

Manager of Corporate Accounting

- Was hired as special projects manager and within one month promoted to corporate accounting manager reporting to corporate assistant controller, supervising a staff of 42.
- Handled consolidation of all US entities and effectively coordinated between corporate and seven divisional controllers.
- Reduced reporting time by 30% (3 days) and developed a systematic mechanism to accurately forecast monthly results ahead of period end.

Ernst & Young , NYC

October 1981--February 1984

Audit Manager

- Was mainly involved with audit of large international banks.
- Developed a system to effectively evaluate and document risk associated with loan portfolios.

Haft&Haft/Haft&Gluckman , Israel/NYC

July 1978--September 1981

Senior Auditor

- Was mainly involved with international banks and cargo shipping.

EDUCATION/CERTIFICATIONS

BS Accounting/Economics - Tel-Aviv University, 1978

CPA (New-York/Israel, 1982)

CITP (AICPA, 2000)

CM&AA (Loyola University, Chicago, 2008)

IFRS Boot Camp, (Exec-Ed 2008)

Member: AICPA, NACD, AM&AA, FEI, FENG, KPMG's IFRS, Audit Committee and 404 Institutes

Board member – GT Forge

Chairman, audit committee – JCC of Ridgewood

