

**From:** Devon Archer darcher@rosemontcapital.com  
**Subject:** Fwd: Code Rebel Completes NASDAQ IPO; Shares Underwritten by Burnham Up 217% in Debut  
**Date:** May 21, 2015 at 8:00 AM  
**To:** Hunter Biden hbiden@rosemontseneca.com

DA

Devon D. Archer  
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Begin forwarded message:

**From:** Burnham Securities <dmccclory@bsibam.com>  
**Date:** May 20, 2015 at 8:14:50 PM GMT+2  
**To:** <darcher@rosemontcapital.com>  
**Subject:** Code Rebel Completes NASDAQ IPO; Shares Underwritten by Burnham Up 217% in Debut  
**Reply-To:** <dmccclory@bsibam.com>



## Code Rebel Completes Initial Public Offering and Begins Trading on NASDAQ Capital Market



### Underwritten by Burnham Securities Inc., IPO Shares Close Up 217% at \$15.85 in Debut

HONOLULU, HI and NEW YORK, NY- May 20, 2015 - -Code Rebel Corp. (NASDAQ: CDRB, "Code Rebel"), an enterprise software company focused on developing innovative technologies to simplify access and communication with and between virtually any computer, tablet or smartphone, yesterday completed its initial public offering of shares of common stock, with Burnham Securities Inc. ("Burnham") as the sole underwriter and bookrunner. The shares of common stock closed their first day of trading on the NASDAQ Capital Market up 217% at \$15.85 per share.

A total of 1,000,983 shares of common stock were sold by Code Rebel at an initial public offering price of \$5 per share, raising \$5,004,915 in gross proceeds. Code Rebel's initial public offering for the sale of up to an additional 999,017 shares remains open through July 10, 2015 with Burnham. Code Rebel intends to use the net proceeds of this offering primarily to expand and increase its marketing efforts to promote the sale of its iRAPP® products to both enterprise and consumer users, hire additional technical and marketing personnel and build its infrastructure, and engage in collaborative development efforts to expand its terminal services offerings to both PC and Mac enterprise and retail customers.

Code Rebel develops, markets and licenses its proprietary iRAPP terminal service software products that allow users of Windows-based personal computers and Apple Inc. computers to simultaneously access programs on their PCs and Macs through a single device using a single monitor, mouse and keyboard. Code Rebel believes that its focus on Mac/Apple solutions differentiates it from most other terminal services and virtualization providers such as Microsoft Corp., VMware, Red Hat and Citrix Systems.

which have historically offered solutions only for Microsoft Windows-based enterprise users.

Code Rebel's largest customers include Wells Fargo & Co., Morgan Stanley, United Services Automobile Association and International Business Machines Corp. Code Rebel also licenses its software to educational institutions such as the University of California, University of Texas and University of Missouri.

A registration statement relating to the IPO shares was declared effective by the Securities and Exchange Commission on May 11, 2015. Any offer or sale will be made only by means of a written prospectus forming part of this effective registration statement. Copies of the final prospectus relating to the offering may be obtained from the offices of Burnham Securities Inc. by email to [info@bsibam.com](mailto:info@bsibam.com), by fax to +1 (949) 390-9579, or by mail to 18500 Von Karman Avenue, Suite 560, Irvine, California 92612 USA, Attention: Investment Banking.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these shares in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to their registration or qualification under the securities laws of any state or jurisdiction.

### **About Code Rebel**

Code Rebel is an enterprise software company that develops, licenses and supports computer software designed for employee productivity and enterprise security across multiple platforms. The proprietary Code Rebel iRAPP software seeks to address the growing requirement of corporate IT departments to provide secure employee access from all their devices to all their devices and to other corporate resources. Code Rebel was co-founded by its computer engineering team to address the demand in the marketplace for secure interoperability between mobile, desktop and server environments with seamless interaction between Apple and Microsoft devices and software. The company supports its enterprise licensees from diverse industries, including banking, healthcare, retail, pharmaceutical, education and telecommunications. For more information on Code Rebel, go to [www.coderebel.com](http://www.coderebel.com).

### **About Burnham**

Burnham Financial Group Inc., through its operating subsidiary Burnham Securities Inc., provides investment banking, securities sales and trading services to individuals, companies and institutional investors. Its affiliate, Burnham Asset Management Corporation, is an investment advisory firm that offers institutional asset management, wealth management, and alternative investment strategies including a subscription research product and private "fund of funds" that is comprised of emerging hedge fund managers. Burnham Asset Management Corp. is the investment advisor to Burnham Investors Trust, a mutual fund family. Both firms were founded by the Burnham family. Our late founder, I.W. 'Tubby' Burnham, II previously formed Burnham & Co. in 1935 which, through acquisitions, ultimately became Drexel Burnham Lambert. The firm's headquarters are in New York, with offices in Los Angeles and Houston. For more information on Burnham, go to [www.burnhamfinancial.com](http://www.burnhamfinancial.com).

### **Forward-Looking Statements**

This press release contains information about Code Rebel's view of its future

expectations, plans and prospects that constitute forward-looking statements. Actual results may differ materially from historical results or those indicated by these forward-looking statements as a result of a variety of factors including, but not limited to, risks and uncertainties associated with its ability to raise additional funding, its ability to maintain and grow its business, variability of operating results, its ability to maintain and enhance its brand, its development and introduction of new products and services, the successful integration of acquired companies, technologies and assets into its portfolio of software and services, marketing and other business development initiatives, competition in the industry, general government regulation, economic conditions, dependence on key personnel, the ability to attract, hire and retain personnel who possess the technical skills and experience necessary to meet the requirements of its clients, and its ability to protect its intellectual property. Code Rebel encourages you to review other factors that may affect its future results in Code Rebel's registration statement and in its other filings with the Securities and Exchange Commission.

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