



<https://tribalteatree.com>

Expression of interest - Introduction

Series A NZD6.6M
(NZ Production Launch)

Series B NZD10M
(AU-US Product Distribution)

Natural Infection Control A USD268B PA Healthcare Sector

Natural Therapeutic Remedies



SERIES A & B ROUNDS – NZD16.6M

Project EOI Briefing Paper for investment into an intergenerational, cross-border natural infection control healthcare remedies production and distribution ecosystem operating in NZ, AU and the US.

Luke Shepherd -NZ Resident Director elect
Tribal Natural Healthcare Ltd
8/2/2025

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A NZ TEA TREE NATURAL HEALTH PRODUCTS ECOSYSTEM.

The kaupapa of this Series A & B Introductory EOI Paper is threefold:

- (1) **To present** the case for the development of an “*intergenerationally focused*” NZ tea tree agribiz ecosystem in New Zealand’s “Far-North” that will deliver socio-economically impacting income & wealth creation for landowning “***Whānau-on-the-Whenua***”, producing a terpene rich oil as a natural infection protection against “superbugs” now building resistance to modern day antibiotics which are now failing to control nosocomial (hospital acquired) infection in a post-covid world.
- (2) **To work** with established professional firms with experience in supporting the emerging Māori economy and whenua access matters. This to include crafting a long term “*Taonga Supply Agreement*” (“TSA”) template that will deliver fair and equitable “harvesting rights” through which the owners and/or multiple beneficiaries of Māori owned and/or controlled lands grant long term access to their lands for the extraction of biomass from both varieties of NZ native “tea tree”, i.e., *Leptospermum Scoparium* (**Mānuka**) and the “*Kunzea*” (**Kānuka**), species such as *Ericoides* / *Robusta* for use as Natural Health Product (NHP) remedies. A TSA that will inculcate the “**5 Pillars**” ethos as developed with a group of east coast Kaumātua and Kaiārahi to create the foundational parameters for long term taonga extraction access.
- (3) **To appoint** a chairman/ board of directors that will arrange **(a)** the “Pre-Series A” NZD120k working capital placement of 600k share, **(b)** the NZD6.6M Series A by way of two tranches of NZD3.6M and NZD3M to fully launch the NZ production operations as set out under “Key Contracts” on Page 6 and guide the Company to an NZX listing within the targeted one year timeframe.

FOUNDER COMMITMENT

With NZD1.2M in seed and equipment capital invested over a nine year research and development period, the Business Combination Partners have developed a “NZ seed-to-US shelf” ecosystem.

Post completion of **(1)** the NZD120k Pre-Series A Round **(2)** the NZD6.6M “**Series A**”, NZ Production Partner team building placement, the Company will work with its “Endless Summer” seminar series partners to **(3)** follow on with a **NZD10M “Series B Round”** applying capital towards building the offshore value adding and distribution ecosphere required to support the growth of an intergenerationally sustainable, healthcare focused NZ tea tree agribiz in NZ’s “Far-North”.

Introduction (Contd)

WILD, NATIVE NZ TEA TREE BUSHLAND RESOURCE



Luke Shepherd. CEO
Elect with "The Beast"

Government funded research tells us that there is circa 720,000 ha of mānuka/kānuka bushland in the North Island of Aotearoa/NZ, representing approximately 6% of the total land mass. It is estimated that the Far North region comprises 15% of this total, delivering circa 108,000 ha of mānuka/kānuka bushland. Nationally, it is estimated that in 2020 total production of oil from this resource was 12-15 tons produced by eight grower-producers. However, recent corporate failures has seen this volume drop to an estimate 4-5 tons PA, compared to the more than 1,000 tons of Australian tea-tree oil produced by circa 130 growers in Australia.

RESOURCE COMMERCIAL POTENTIAL – NORTH ISLAND

720,000 ha of manuka/kanuka bushland.

- @ 6 tons of foliage per ha.
- = 4,320,000 tons of foliage.
- @ 3 kgs/lit of oil per ton of foliage.
- = 12,960,000 kgs/ltr of oil (12,960 tons).
- @ NZ\$300 AFGP (Annual Farm Gate Payment 2019 base) per kg/ltr.
- = NZ\$3,880,000,000 (**\$3.88B**) @ AFGP / **\$7.76B** @ transfer price & circa **\$38.8B** @ US retail.



"Mānuka for

RESOURCE COMMERCIAL POTENTIAL – NORTH ISLAND – FAR NORTH

108,000 ha of manuka/kanuka bushland (15% of North Island total).

- @ 6 tons of foliage (on average) per ha.
- = 648,000 tons of foliage.
- @ 3 kgs/lit of oil per ton (on average) of foliage.
- = 1,944,000 kgs/ltr of oil (1,944 tons).
- @ NZ\$300 AFGP (Annual Farm Gate Payment 2019 base) per kg/ltr.
- = NZ\$583,200,000 (**\$0.583B**) @ AFGP / **\$1.17B** @ transfer price & circa **\$5.85B** @ US retail.



"Kānuka for

As a returning expat whose family have lived on the same farm since our missionary ancestor purchased it from Honga Hika's hapū in 1836, I saw in the NZ tea tree that grows in abundance in our rohe, an opportunity to invest into the industry. I did this by importing and commissioning a NZD250k state-of the art extraction unit to process the huge biomass resource. With proper management, plentiful resource to support the development and growth of a large mānuka / kānuka oil agribiz capable of meeting growing US demand for many years. The wild-bush resource, to be supplemented by increased commercial tea-tree plantation operations that are tikanga and kaitiakitanga compliant.

Luke Shepherd – CEO Elect
Kerikeri August 2025

Introduction (Contd)

NZ TEA TREE BIOMASS HARVESTING

“From NZ Tea Tree to the farm gate – *professional harvesting is key*”

After securing the all-important access rights from the landowners, **one of the least understood aspects** of “tea tree oil” production is the most important i.e., the **harvesting and delivery** to the farm gate for collection and transport to the extraction facility of high quality, extraction ready biomass, ready to be dropped into the cooking tanks for oil extraction.



HARVEST EQUIPMENT BUDGET NZD400,000

Illustrated in the images to the right is the equipment required to harvest the biomass and deliver it to the farm gate for collection.

CUTTING BIOMASS

In the top image is the excavator with a biomass collection box mounted on the arm to which the cutting head is attached. Care must be taken when cutting the leaf foliage off the tree. In essence it’s a pruning operation that seeks to encourage rapid regrowth for both flowers to deliver regenerative honey and follow-on leaf (foliage/biomass) harvests for many successive years in harmony with tikanga / kaitiakitanga.



MULCHING

Onsite mulching of the biomass is preferable to offsite in order to ensure that twigs and small branches do not impact the biomass quality.



MOVING BIOMASS

The 3rd and 4th images illustrate the dropping of the leaf foliage from the cutting head box into a tractor drawn trailer for mulching and then loading onto a truck for transport to the extraction facility which should be close by to the biomass source.



TOTAL ADDRESSABLE MARKET “TAM”

With early research on the both NZ tea tree members of the Myrtaceae plant species, i.e. Leptospermum Scoparium (NZ **mānuka** oil) and Kunzea Robusta (NZ **kānuka** oil) having demonstrated a high degree of efficacy in Malicious Pathogen Inhibition from a very low MIC, (Minimum Inhibitory Concentration), these two unique, customarily gender-specific use oils are entrants into the following sectors of the healthcare market:

ALL SECTOR / TOTAL ADDRESSABLE MARKET (“TAM”) circa USD433B

SECTOR	TAM	CAGR	TOPICAL APPLICATION
Infection Control	USD268B PA	7%	Tests at a leading Taiwanese Medical research university determined that while both NZ tea tree oils were effective in suppressing malicious pathogens, kānuka oil appeared to be more efficacious in nosocomial infection prevention . Covid 19 spurred big growth in this sector.
Disinfectant and Antiseptic	USD42B PA	12%	The spread of malicious pathogens as evidenced by the Covid 19 pandemic saw increased global demand for solid surface applications to inhibit harmful bacteria .
Skin Antiseptic	USD6B PA	9%	Demand for skin antiseptic products is increasing due to rapid spread of HAI (Hospital acquired Infection, i.e. nosocomial), driving up CAGR growth expectations .
Complementary & Alternative Medicine	USD117B PA	25%	Application is limited to apitherapy and naturopathic use in this fast growing sector i.e. circa USD11B (10%).

			INGESTIBLE APPLICATION (Plant Oil Infused)
Dietary Supplements	USD164B PA	9%	The primary factors driving the growth are the growing geriatric population, the shift from pharmaceuticals towards nutraceuticals due to the growing focus on preventive healthcare, and the growing focus on personalized nutrition. Consumers are shifting focus toward self-directed care driven by the growing personal health and well-being trend.
Therapeutic Honey	USD2.47B	13%	NZ Mānuka (therapeutic) honey containing high levels of MGO (Methylglyoxal) is no match for NZ tea tree oil infused (POI) honey, a multiplicity of times more efficacious than pollen based honey, will sell for less than half the price of high content MGO mānuka honey.

KEY CONTRACTS

NZ PRODUCTION – AU VALUE ADDING / US DISTRIBUTION

Delivery of the extraction factory site, equipment relocation, biomass harvesting, oil extraction, value adding and shipment to the Valencia, CA distribution center requires closure of the following contracts:

SERIES A ROUND (NZ PRODUCTION)

1. Share Subscription Agreement (6.6M shares Series A Round)	NZD6,600,000
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CAPITAL DEPLOYMENT

2. Valancia CA distribution company (US product distribution)	NZD2,500,000
3. Harvesting Equipment (Biomass extraction)	NZD 400,000
4. Extraction equipment	NZD 350,000
5. US-AU bulk oil launch shipment (priced at full wholesale-interco)	NZD 553,000

CAPITAL DEPLOYED – SUB TOTAL	NZD3,803,000
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6. Cash on Hand	NZD2,797,000
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CASH DEPLOYMENT

Held against proposed land & buildings purchase	NZD2,797,000*
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TOTAL SERIES A ROUND	NZD6,600,000
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* Buildings and orchard located at 2206 SH10, Waipapa.\.

SERIES B ROUND (AU-US DISTRIBUTION)

1. Share Subscription Agreement (10M shares Series B Round)	NZD10,000,000
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CAPITAL DEPLOYMENT

2. Purchase Australian manufacturing facilities (Production)	NZD 6,000,000
3. Purchase NZ facility (Production)	NZD 2,950,000

CAPITAL DEPLOYED – SUB TOTAL	NZD 8,950,000
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4. Cash balance on hand	NZD 1,050,000
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TOTAL SERIES B ROUND	NZD10,000,000
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SERIES C ROUND (NZX LISTING)

Planned 20M share issue IPO to provide **share price discovery / investment exit platform.**

TRADING /OPERATIONAL STRUCTURE

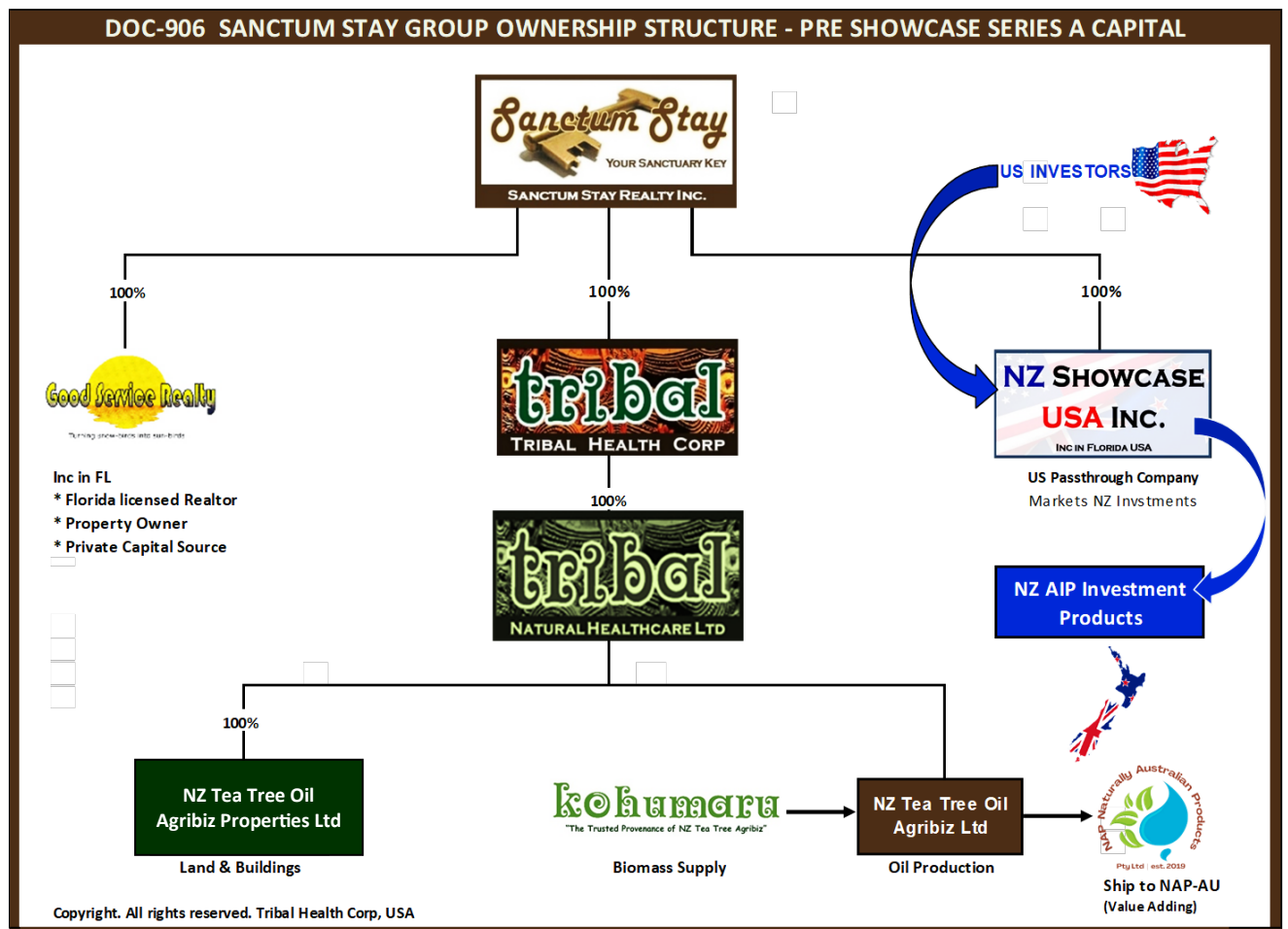
Pre-Money

Set out below is the pre-money corporate structure now in place to support the entry of NZD6.6M to create a Natural Health Products group. Initially operating in New Zealand, and the USA with expansion into Australia to follow.

EXIT PLANNING

Planned to be followed by (1) a 4:1 split, (2) a pre NZX **IPO listing** Series B Round, taking the number of pre-listing shares on issue to 92.8M with an end year two target trading issuance of 112.8M shares trading at NZD2.12 per share to deliver a market cap of NZD239M.

The proposed “follow-on” acquisition of the 40+ year old Australian owned “Naturally Australian Products” group operating in both AU and the US, will create a dynamic cross-border group with a well-established US distribution operation that would attract US baby-boomer investors into the Series B as an “**Endless Summer**” sanctuary investment.



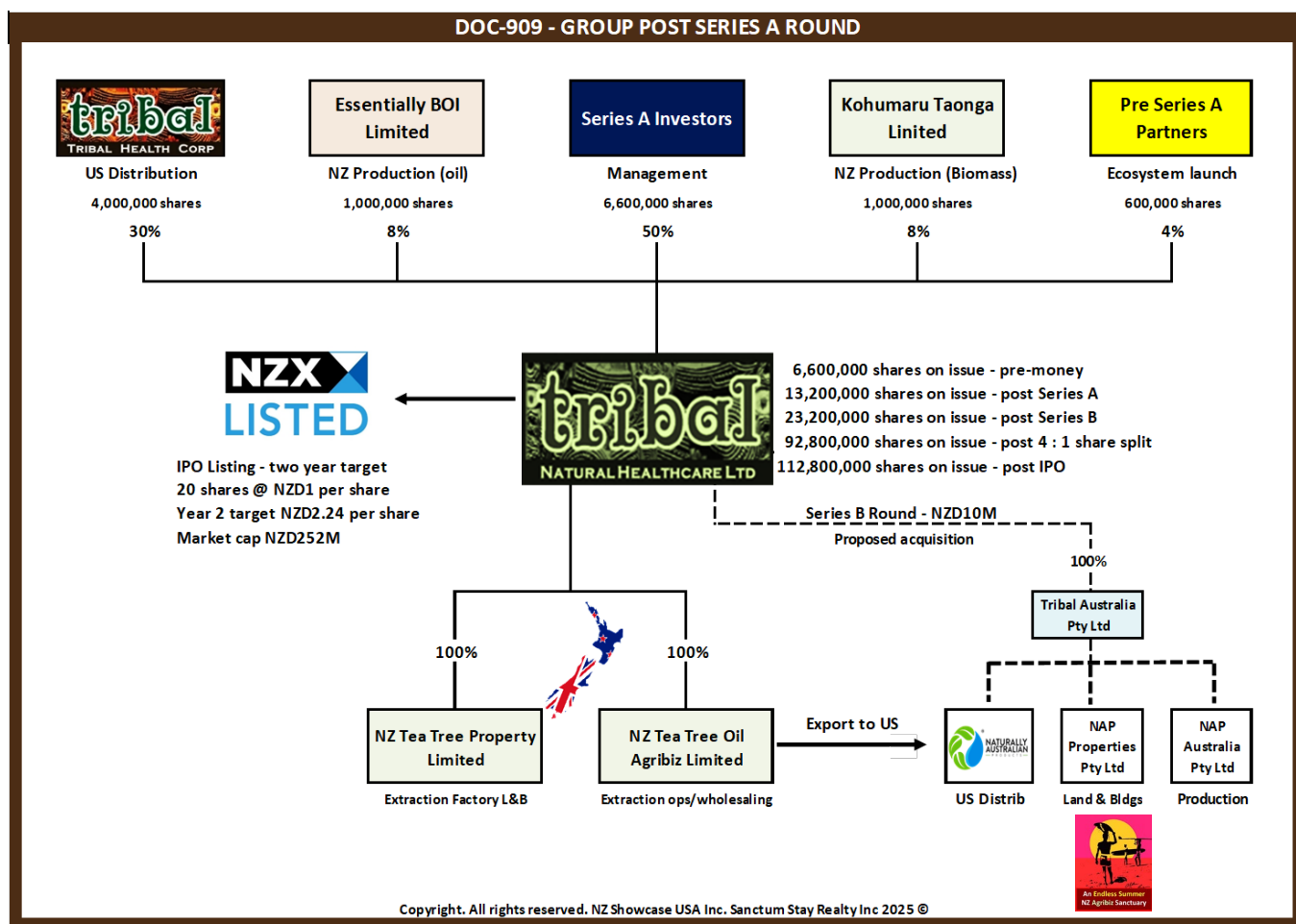
TRADING / OPERATIONAL STRUCTURE (Contd)

Post-Money

TRADING GROUP OPERATIONAL SUMMARY

The table below is based on the purchase of each of the planned trading / asset owning divisions of the current NZ production and US distribution operations to be held through the new holding company, Tribal Natural Healthcare Ltd.

Also reflected is the proposed acquisition of the value adding / manufacturing operations in AU and the US based distribution facility at a provisionally agreed cost of AUD8.5M.



Note: That up to 3M of the 4M shares reflected above as being held by Tribal Health Corp are scheduled to be assigned to NZ based support partners upon closing of the Series A Round.

HOLDING COMPANY / OPERATING SUBSIDIARIES

Below are companies that will support the entry of **(1)** an Anchor Partner and **(2)** the proposed private placement through the US Showcase of a further 10M shares priced at NZD1 per share as a pre NZX IPO listing, Series B Round with American High Net Worth individuals / families looking to acquire “Residency-By-Investment” in New Zealand under the country’s “Active Investor Plus” visa program. Assuming completion of the “Key Contracts” and the Series B Round, the following “natural health products” group, operating in NZ, AU, US would be trading:

NZ PRODUCTION

Tribal Natural Healthcare Ltd

The New Zealand incorporated holding company which post Series A Round will have 13,200,000 shares on issue. The Series A shares priced at NZD1 per share, delivering a 50% interest in the Company. To be followed by a NZD10M Series B Round.

NZ Tea Tree Oil Agribiz Ltd

This is the company through which the trading operations at the extraction factory will be conducted. The company purchasing the biomass from the native landowning suppliers and operate as a wholesaler / exporter of the oil to the value adding facility in NSW.

NZ Tea Tree Agribiz Properties Ltd

This is the proposed nominee purchasing company, which upon closing of the purchase agreement will own the land and buildings where the extraction equipment will be installed.

AU PRODUCTION

Naturally Australian Products (NAP) Pty Ltd

AU registered manufacturer of infection control products

NAP Properties Pty Ltd

Post-closing owner of the two TGA / GMP compliant NHP manufacturing facilities in northern NSW.

US DISTRIBUTION

Tribal Health Corp

Incorporated in CO in 2019, this is the US corporation through which all US trading will take place.

Naturally Australian Products Inc

“NAP” Incorporated in Delaware in 2013 and registered in California, this Corp is based in Valencia where it operates a warehousing facility through which Tribal Health Corp will distribute the products across the USA.

Assuming that the Series B Round by the NZ company closes fully subscribed, NAP will become a wholly owned subsidiary of the Company.

OPERATING ECOSPHERE Biomass Supply

The huge “Triple K” NZ tea tree golden triangle. Kerikeri-Kaikohe-Kaitaia.
Home to native tribal driven, intergenerationally regenerative agribiz.



NZ TEA TREE AGRIBIZ OPERATORS IN THE GOLDEN TRIANGLE.

Our research reveals that over the past six years, a number of operators have set themselves up to extract oil from the leaves of the NZ mānuka and kānuka tea tree in the “Triple-K” rohe of far-north New Zealand. i.e.

In the Whangaroa harbour area our lead “Business Combination” partner has installed and imported a state-of-the-art plant oil extraction facility which is to be relocated to the new site upon closing the Series A Round.

A NZD1.5M PGF/taxpayer funded startup launched in 2019. Their website suggests foreign “essential oils based skincare underpins their cottage industry product offerings.

The longest established is one based in the Kaitaia area driven by a Māori owned and operated honey business with an extraction facility. Initially drawing on wild bush sourced taonga did migrate to the questionable high density per stem plantation similar to the Australian Melaleuca Alternifolia (tea tree) agribiz model. A density not suited to the genetically different NZ myrtaceae (tea tree) species. Appear to be operating on a low volume basis at this time.

In 2018, the PGF invested NZD1.89M into planting 400ha of mānuka trees on Ngati Hine whenua in the Kawakawa area. Now, six years on, an untouched oil supply source used for low income honey production.

The largest, biomass source is the 944 ha **Kohumaru Station** whose operator secured a Crown lease over the Station’s massive taonga supply source, granting harvesting rights to 450 ha of harvest ready bushland to “Tribal” in 2019. At US retail shelf price, it is estimated to be carrying NZD100M worth of harvest ready oil.

Operating Ecosphere (Contd)

TEA TREE OIL & PHENOLIC COMPOUND EXTRACTION

WAIPAPA SITE – SH 10

With an average count of over 13,000 vehicles passing by the “front door” daily and with its more than 100M of road frontage, this site is without doubt, one of the best main highway facing sites in the entire Northland region close to a major commercial hub.



Currently owned by a private operator seeking retirement, with a small area leased put out to our product supply partner, Manuka Health (“MH”) as its far north, tea tree mānuka honey collection operations. The purchase of this property has been provided for under “Key Contracts” with both the mānuka and kānuka agribiz operations, neatly interfacing.

POST PURCHASE

The company will purchase the newly imported, state-of-the-art plant oil extraction unit from a company owned by Luke Shepherd, the importer of the unit with arrangements made to position the unit on site to commence oil extraction. Drawing the biomass from Kohumaru Station, just a 40 minute drive north.

RETAIL OUTLET

From its Series A Round, the Company plans to build a new extraction factory / retail facility / tourism attraction as a product showcase for “MH”, “Tribal” and “NAP” Natural Healthcare Products (NHP).

Operating Ecosphere (Contd) Extraction operations (contd)

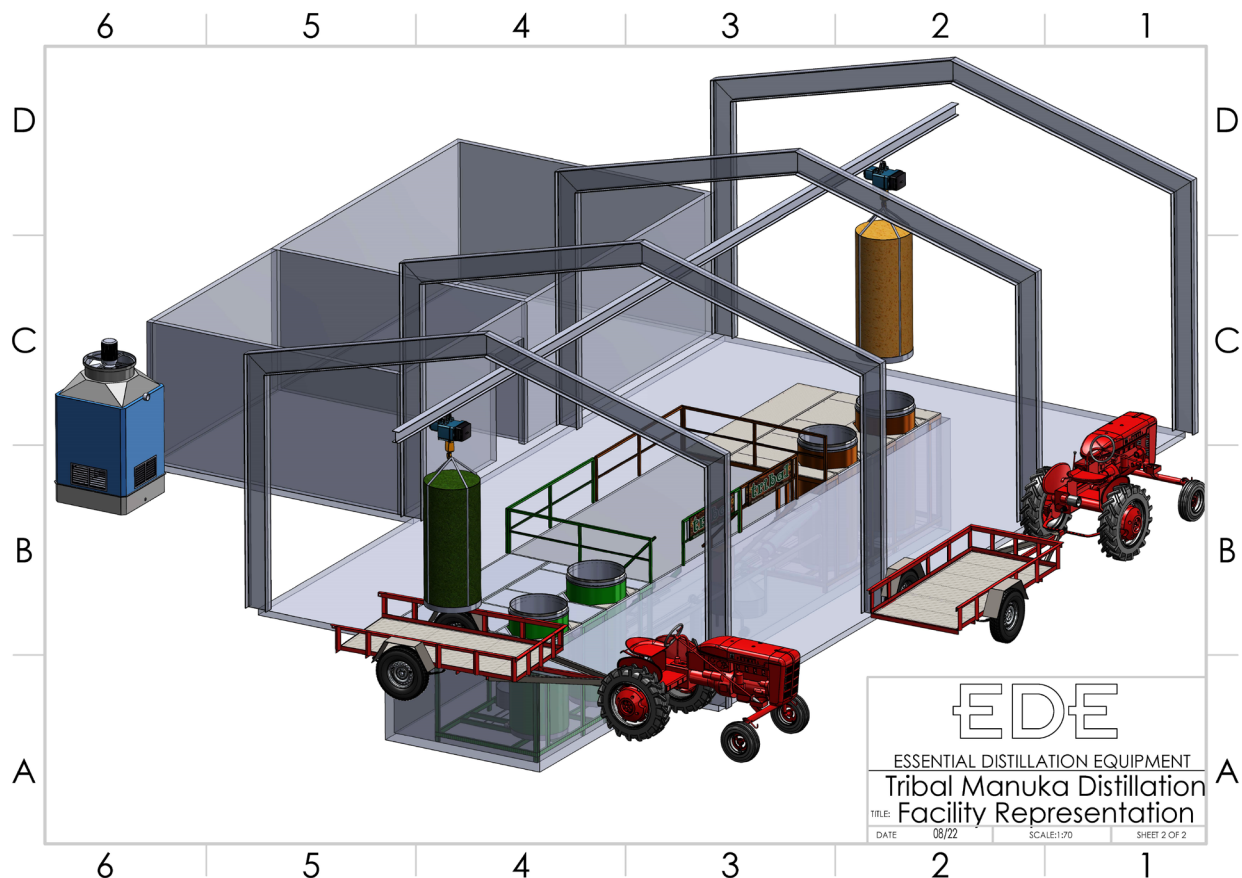
NZTTO (NZ Tea Tree Oil Ltd) was incorporated to extract the oil and ship in bulk to the TGA compliant facility in Alstonville, NSW, AU for value adding and shipping to our Australian partners Natural Health Products (NHP) warehousing facility located in Valencia, CA for US wide distribution. Upon closing of the NZD6.6M Series A Round and factory site purchase, the extraction equipment as appears in the image to the right, is to be relocated to the new factory site. Pending construction of the new “Extraction House” the current buildings site area is adequate to support the immediate commencement of extraction operations and export of the pure oil to the NSW value adding facility and export to the US.

Linda, Luke & “The Beast” extraction unit on the family farm. To be relocated to 2206 SH10



NEW EXTRACTION HOUSE (Concept Render only)

Subject to closing of the Key Contracts, this production facility installation and ongoing management is to be directed by Luke Shepherd, whose family have farmed in the nearby Whangaroa Bay area since purchasing the land from the local paramount chief in 1836.



Operating Ecosphere (Contd)

CREATING A TOURIST DESTINATION

With its high profile, view commanding location on the intersection of State Highway 10 and Kapiro Rd in the heartland of Kerikeri's kiwifruit orchard region, the site lends itself to the development of a unique tourist attraction. *"The Extraction Café 'n Art Gallery"* where both NZ tea tree oil and honey will be extracted for shipment on to their respective, value adding centers.



THE BUILDING

Conceptually, similar to the local area, "Living Nature" skin care product facility in terms of product display / retail sale but differing as to external design with the "Extraction Café" concept building to be modelled on an early 20th century fruit packhouse building with high vaulted ceilings and a "turn of the century" design to create a feeling of much greater spaciousness in an area that will include **(a)** a café, **(b)** retail showcase, **(c)** walk through art-gallery, **(d)** an adjacent "after-school Children's Arthouse facility, **(e)** an end to end viewing window where visitors can view the factory floor operations in real time. These activities turning the extraction process into a tourist attraction in terms of (1) the production facility and (2) the finished products placed on display / for sale in the proposed retail facility that is planned to form part of the factory development. The retail shop will feature a wide range of products. Both inhouse and extraction site partner produced.



Childrens ArtHouse and Gallery



AUSTRALIAN VALUE ADDING / MANUFACTURING HUB

The “Tribal” Founder directors and shareholders were active participants in the Australian tea tree oil sector (1991-99) gaining valuable experience during the early years of the “Therapeutic Goods Act 1989”.

- ❖ The Founders experience was directly gained through an organic Bungawalbyn Valley plantation a TGA approved manufacturing facility in northern NSW in which they were investors and purchasers of the NHP’s produced.
- ❖ This AU tea tree industry knowledge, supported by the founders US operating base provides an excellent interface to the US west coast based fulfilment hub operated by the Australian based company.
- ❖ Access to a TGA / GMP certified manufacturing facility in Australia will enable the enlarged group to export the therapeutic grade NZ oils in bulk to the AU facility, this resulting in both significant capex reduction and Natural Health Products regulatory compliance in NZ.

DELIVERING NZ FINANCIAL PERFORMANCE ENHANCEMENT

MANAGEMENT (AU PRODUCTION / EXPORT OPS)

NZ oil shipped to the Australian processing facilities for TGA compliant value adding as Natural Health Products (NHP) in GMP compliant factories for export as TGA compliant, retail shelf-ready Stock Keeping Units (SKU).



Nic Iverson
AU Resident Director

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The planned Australian acquisition will have a major impact on the financial performance content in this partnering paper which focuses on the building of an intergenerational NZ tea tree agribiz based in the far-north region of New Zealand.

An area where current tea tree agribiz sector production

is miniscule. Currently operated on a capital constrained basis by two small family owned / controlled operations with limited resource access and industry experience.

With the financial and intellectual capital available to support the “Tribal” project through its planned Australian acquisition, supported by **(1)** its far-north based “Business Combination” ecosystem, **(2)** equipment available to commence extraction operations, **(3)** access to a huge biomass resource, the Australian support base/facility will see the emergence of a major export focused supplier in the NZ tea tree agribiz sector.

Post-closing of the Series B Round, Nicholas will relocate to Australia as resident director responsible for overseeing the NHP value adding and US export processes.

US DISTRIBUTION HUB – VALENCIA, CA



Over the years, our former Australian tea tree Natural Health Products (NHP), supply partners and now our purchase target, have continued to develop plant based product formulations for a range of infection control products for human, animal and aquatic use. While based in the US, (2005-2015), we helped the owner / vendors NHP supply partners open a product sales, marketing and distribution hub in the Valencia area north east of Los Angeles, USA in 2013. A

growing success story that attributes to the many decades spent sourcing multiple plant based ingredients from leading growers and manufacturers from more than 30 countries around the world. A distribution hub that has developed an extensive customer base across the United States and into South America.

A RENEWED PARTNERING.

The Founders opened discussion with their former supply partners to “*partner once more*” in the distribution of NHPs in the US. This time, our “Tribal” products to enter into a well-established distribution system that has built a large existing customer base for Australian tea tree oil based NHP’s that focus on infection control. The inclusion of our “Tribal” branded NZ tea tree oil based

NHP’s with their infection control efficacy and globally unique “gender specificity” POD (Point of Difference), sets our NHP’s apart from any others in the marketplace, delivering a First Mover Advantage (FMA) in the USD268B PA Infection Control, and natural antiseptic infection prevention sector of the USD4T+ PA health market.

CA DISTRIBUTION HUB



Linda Brink, founder, US citizen and President of Tribal Health Corp will initially operate the Ft Lauderdale product showcase post-closing of the Pre-Series A Round. Post closing of the Series B Round and acquisition of the US distribution division, Linda will be directing the distribution facilities, from the CA facility, driving direct marketing into both the B2B and B2C space with all product

delivery done on a contracted, outsource basis from the Valencia facility. An NDA has been exchanged with the AU based owner / vendor to purchase the Valencia distribution facilities under the Series B Round.

TRADING FORECASTS

PART ONE – NZ PRODUCTION

The two planned launch products are NZ tea tree mānuka / kānuka oil (*leaf*) giving rise to two, first mover gender-specific retail launch SKU's, i.e., “Mānuka Oil for Her” and “Kānuka Oil for Him,”

OIL



“For-Him”



“For-Her”

Comprises NZ mānuka & kānuka tea tree oil sold as gender specific, niche therapeutic SKU's into the USMCA free trade zone, an economy more than 100 times bigger than NZ's. Significant sales volumes are expected in the event of large US natural health product chains and stores taking up the products, (B2B), supported by channel distribution partners such as cloud hosted, B2C sales apps.

This table is “Forward Looking”

TABLE 1

Year	Assumed Trading Period / quantity	Kgs	SKU's	NZD Value
1	Trading year #1 (Initial Period – 20ml SKU's @ AUD27.68 per unit)	2,000	100,000	\$2,768,000
2	Trading year #2 (Renewal Period – 20ml SKU's @ AUD28.51 per unit)	5,000	250,000	\$7,127,500
3	Trading year #3 (Renewal Period – 20ml SKU's @ AUD29.37 per unit)	10,000	500,000	\$14,685,000
4	Trading year #4 (Renewal Period – 20ml SKU's @ AUD30.25 per unit)	20,000	1,000,000	\$30,250,000
5	Trading year #5 (Renewal Period – 20ml SKU's @ AUD31.16 per unit)	30,000	1,500,000	\$46,740,000
TOTAL FORECAST EXPORT SALES (not warranted)		67,000	3,350,000	\$101,570,500

POI HONEY

- * For many years, NZ mānuka honey was on a global sales roll. But no longer with honey stock piles in NZ now exceeding a full years exports.
- * Much of this sales downturn attributable to foreign Court rulings. Foreign Court rulings that removed NZ mānuka honey's “uniqueness”, depressing the premium prices NZ exporters got for mānuka honey. Further UMF/MGO” research has also significantly downgraded the claimed therapeutic efficacy of these markers.
- * Based on (1) price, (2) superior therapeutic efficacy, ‘POI’ therapeutic product is expected to enjoy sales growth traction through established distribution channels / campaigns.



“For-Him”



“For-Her”

This table is “Forward Looking” Extreme conservatism was applied to this model

TABLE 2

Year	Assumed Trading Periods / quantity	SKU's	US Dollars	NZ Dollars
1	Trading year #1 (Initial Period – 32,000 kgs @ USD13 per kg)	32,000	\$416,000	\$640,000
2	Trading year #2 (Renewal Period – 64,000 kgs @ USD13.39 per kg)	64,000	\$856,960	\$1,472,000
3	Trading year #3 (Renewal Period – 128,000 kgs @ USD13.79 per kg)	128,000	\$1,765,120	\$2,715,000
4	Trading year #4 (Renewal Period – 256,000 kgs @ USD14.21 per kg)	256,000	\$3,637,760	\$5,505,000
5	Trading year #5 (Renewal Period – 512,000 kgs @ USD14.63 per kg)	512,000	\$7,490,560	\$11,525,000
TOTAL FORECAST EXPORT SALES (not warranted)		576,000	\$14,166,400	\$21,857,000

SUPPLY NOTE

The large stockpiles of mānuka wild bush honey now available for export suggest that these figures are doable. A well-established manufacturer is expected to export much more than forecast above.

PART TWO - US DISTRIBUTION

TABLE 3 below reflects **(1)** the forecast sales for the two core NZ mānuka and kānuka tea tree oil products imported as gender-specific, value added SKUs, **(2)** the “POI” honey product and **(3)** an assumptive acquisition target trading figures, modeled on “Tribal” forecast figures, acquired under the IPO. The “Year 1” column below is planned to be in respect of the first eighteen (18) months, allowing for a six month lead-in time from Series A closing, production launch, value adding through to the US retail shelf.

This is a forward looking statement – not warranted to any party – risks apply

TABLE 3

Tribal Health Group FORECAST NZ EXPORTING - US IMPORTING & DISTRIBUTION OPERATIONS							
US DISTRIBUTION OPS	Yr 1=18 months	18 Months	Year 2	Year 3	Year 4	Year 5	Year 10
SKU's imported ex NZ-AU	2000 kgs*	100,000	250,000	375,000	500,000	625,000	1,250,000
USD Sales value per SKU	USD	49.90	51.40	52.94	54.53	56.16	65.11
USD Sales Value all SKU's	0	4,990,000	12,849,250	19,852,091	27,263,539	35,101,806	81,385,227
Transfer price per SKU in USD	US\$'s	\$17.99	\$18.53	\$19.09	\$19.66	\$20.25	\$23.48
FOB Cost of SKU's	US\$'s	1,799,477	4,633,653	7,158,994	9,831,685	12,658,295	29,348,866
Shipping/ freight costs (US\$'s)	5%	89,974	231,683	357,950	491,584	632,915	4,069,261
Landed cost into store	US\$'s	1,889,451	4,865,336	7,516,944	10,323,270	13,291,210	33,418,127
Distribution Costs (US\$'s)	45%	809,765	2,085,144	3,221,547	4,424,258	5,696,233	13,206,990
Internal party costs	20%	359,895	926,731	1,431,799	1,966,337	2,531,659	5,869,773
External party costs	25%	449,869	1,158,413	1,789,749	2,457,921	3,164,574	7,337,217
US operating surplus in US\$'s	US\$'s	2,290,785	5,898,770	9,113,600	12,516,011	16,114,364	34,760,110
Non-GAAP earnings (USD)							
IPO Acquisition (<i>model only</i>)	100%	0	5,898,770	9,113,600	12,516,011	16,114,364	34,760,110
NZ POI Honey Division	100%	1,168,000	1,804,560	3,097,828	4,467,068	6,572,971	22,859,626
AU-US “NAP Division	100%	0	727,996	909,995	1,137,494	1,421,868	1,777,335
US “Tribal” Division	100%	2,290,785	5,898,770	9,113,600	12,516,011	16,114,364	34,760,110
Non-GAAP EBITDA	USD	3,458,785	14,330,097	22,235,023	30,636,584	40,223,567	94,157,181
Non-GAAP EBITDA	NZD	5,764,641	23,883,495	37,058,372	51,060,973	67,039,278	156,928,636

* Oil sales target by volume – to achieve gross sales value of USD2.50 per ml via (a) pure sales (b) value added sales.

PART THREE – FORECAST SHAREHOLDER RETURN – TRIBAL NATURAL HEALTHCARE LTD

These are forward looking statements – not warranted to any party – risks apply

TABLE 4

EBITDA MARKET-CAP WORKSHEET						
EPS / MARKET CAP	Year 1	Year 2	Year 3	Year 4	Year 5	Year 10
SKU's imported ex NZ-AU	100,000	250,000	375,000	500,000	625,000	1,250,000
EARNINGS PER SHARE		(4:1 split)				
Opening balances	6,600,000	92,800,000	112,800,000	112,800,000	112,800,000	112,800,000
Series A Round	6,600,000	0	0	0	0	0
Series B Round	10,000,000	0	0	0	0	0
Series C NZX Listing Round	0	20,000,000	0	0	0	0
Series D US IPO Round	0	0	0	0	0	0
Common Voting Stock on issue	23,200,000	112,800,000	112,800,000	112,800,000	112,800,000	112,800,000
Non-GAAP EPS	\$0.1491	\$0.1270	\$0.1971	\$0.2716	\$0.3566	\$0.8574
Original entry cost per share (USD)	\$0.60	\$0.75	\$0.75	\$0.75	\$0.75	\$0.75
ROI (non-GAAP)	24.85%	16.94%	26.28%	36.21%	47.55%	114.33%
MARKET CAP						
Non-GAAP EPS x 10 Market Cap	34,587,846	143,300,968	222,350,235	306,365,837	402,235,669	967,190,430
MV per share in US\$'s	\$1.49	\$1.27	\$1.97	\$2.72	\$3.57	\$8.57
MV per share in NZ\$'s	\$2.48	\$2.12	\$3.29	\$4.53	\$5.94	\$14.29
Market Cap in NZD	57,646,409	238,834,947	370,583,725	510,609,728	670,392,781	1,611,984,051

ECOSYSTEM SUPPORT

NEW ZEALAND

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AVAILABLE UPON REQUEST

Legal Service Providers.
NZX Listing Service Providers.
NZ Accounting / Taxation Advisors.



Tribal Natural Healthcare Ltd
NZD16.6M Series A & B Private Placement
US Marketing – NZ Showcase USA Inc



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ADDENDUMS FOLLOW



FOR THE “FAR-NORTH”.

NZ TEA TREE TICKS ALL THE BOXES.

NZ GOVERNMENTAL GUIDELINE COMPLIANCE

This NZ tea tree agribiz project aligns with the broader socio-economic policies and guidelines of the following Governmental bodies:

FAR-NORTH GOVERNMENT

Objective of the Tai Tokerau Northland Economic Action Plan:

- ❖ **Education** Improving pathways to employment.
- ❖ **Forestry** Unlock the potential of Māori forestry innovations and aspirations.
- ❖ **Honey** Build capacity / capability in the region’s honey & horticulture industry.
- ❖ **Manuka** Build Māori commercial interest through taonga economic benefit.
- ❖ **Land & water** Sustainably use land and water resources to increase productivity from current enterprises and shift resources to higher value uses, supporting the development of Māori land as a priority for growth.



CENTRAL GOVERNMENT

Objectives of the Ministry of Regional Development:

- ❖ **Create** jobs.
- ❖ **Provide** on the job training.
- ❖ **Create** Māori development on low / unproductive Māori land.
- ❖ **Create** community resilience through infrastructure improvement and wealth.
- ❖ **Increase** plantings of native plants / trees.
- ❖ **Deploy** water conservation techniques and management.
- ❖ **Support** the development of affordable housing on whānau owned and operated agri-biz units where resident labour is an important factor in rural agriculturally based operations.



“THE 5 PILLARS” ACCESS TO TRIBAL LANDS.

“Fundamental to success is long-term, biomass supply surety from tribally owned lands”

“WHANAU-ON-THE-WHENUA” THE 5 SUPPLY PILLARS (“Families on the Land”)

“To deliver sustainable income and wealth generation for rural ‘whānau-on-the-whenua’ by helping economically marginalized rural communities through a Grower-Producer supported, mānuka/kānuka focussed agribiz “Business Combination” delivered through adherence to the following five pillars which were developed with and agreed to by a group of Opotiki based, east coast Kaumātua, Rangatira & Kaitiaki over a period of 4 years (2016-2019)”.

PILLAR 1

Taonga Supply Agreement (“TSA”)

A long term mānuka/kānuka biomass supply contract between **(1)** Grower-Producer whānau who own & farm the trees on their whenua, **(2)** the company through its nominated harvest contracting and extraction SPV entity.

PILLAR 2

Annual Farm Gate Price (“AFGP”)

A Grower-Producer supply member approved Annual Farm Gate Price per kg of oil produced from the biomass collected at the Grower-Producers farm gate. This payment is made under a TSA, delivering a **sustainable & recurring income** stream to the Grower-Producer whānau.

PILLAR 3

Product Profit Sharing

Grower-Producer members to share in allocable profit distribution from proprietary product shipments that form part of the value integration chain. This sharing **delivers extra income** to the Grower-Producer whānau through a profit share process at extraction level.

PILLAR 4

Taonga Extraction Tiringa (Royalty)

Central to every Māori community is the Marae, many of which are in dire need of funds to repair, refurbish/upgrade in order to continue to provide the spiritual ecosphere that a Marae delivers to its local community. The TSA system provides for the payment of an extraction Tiringa (royalty), calculated on the bulk oil, (FOB) transfer prices to be paid into a trustee managed Marae Support Fund, (“MSF”).

PILLAR 5

Transacting Member Shares

Common Voting (Transacting Member) Shares will be issued to a Grower-Producer whānau in accordance with the terms & conditions of the TSA. The final structure of such an arrangement must take into account that the Company targets a listing on a public exchange, i.e. the NZX. This remains a work-in-progress.

Our Graphic Design Partner will work with us in taking this concept artwork through to final “eye-grabbing” shelf-ready SKU labels and cartons.

POWERING THE NATURAL HEALTH SECTOR DISRUPTORS



Concept product SKU graphics only.
Final launch design may differ.

NZ Kānuka tea tree
“For Him”

NZ Mānuka tea tree
“For Her”

Meet the alternative therapeutic remedies niche disruptors
“1,000 years of natural healing in a bottle”

AUSTRALIAN TEA TREE — 1991 - 1999

NZ TEA TREE — 2016 - 2025

Linda

Nic

Collectively, over 25 Years in the Tea-Tree Oil Industry and its therapeutic products delivery.

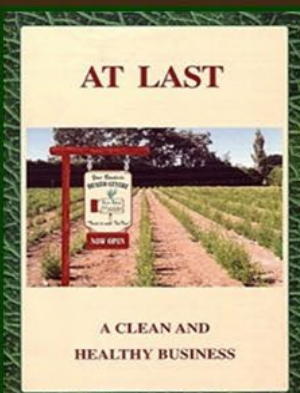


Entrance to a tea tree oil farm in NZ that we leased (and named) in 1996 to increase tea-tree oil supply for the consumer products developed and sold in NZ. An image of these products appears at the bottom of this page



2021 - extraction plant, commissioned/ready

Following entry of our family capital, the much-needed ground prep works were completed, enabling new seedlings to be planted on this Bungawalbyn Valley plantation in northern NSW. Note how "mother-trees" in the background) were left to grow.



The same seedlings just one year later. What a difference a year makes!



Children's art-promo 1996

An internal pic of the extraction plant in 1992.



The boiler house & oil extraction plant was like something out of the industrial revolution. But it worked and is still being used to this day! We invite a reader to compare this plant to the 2021 image above.

The TGA registered factory was located in a town close to the plantation. As a boutique factory, it was a low-cost operation. One that is replicable in NZ for regional markets supply. The model that could be applied in NZ to serve the Asian marketplace in a provenance secure manufacturing facility.



It was at a London tradeshow that Linda met the late Dame Anita Roddick, 'Body-Shop' founder and chatted about tea tree oil supply.



A POS display stand packed with "Tea-Tree Kleen" household disinfectant spray, a proprietary product...

A product we developed was "Tea-Tree-Kleen", a general-purpose disinfectant surface spray formulated with Australian Tea-Tree Oil. A children's art competition (shown) launched it. We plan to bring out a disinfectant surface spray that contains Melaluka, Mānuka and Kānuka pathogen inhibiting oils in the formulation. The Covid-19 pandemic delivered the appropriate environment into which such a product can be launched. The name of the product has been finalized with product formulation provided by our contract manufacturer in the US.