



“STEP 2 OF 6”

“A 1,000+ year wellness narrative meets a 1,400+ year process narrative”

Step 2 in the 6 step reset of New Zealand’s tea tree industry through a “whole-of-tree” focused, Tikanga-grounded, Halal-certification focused, global pathway.



**-Tribal Therapeutics Limited-
Pre-Series A Round NZD500k**

An invitation to express an interest in discussing the establishment of:

- A Tikanga-supported NZ tea tree supply platform.
- A Single Sales Desk aligned with grower interests.
- A JAKIM-aligned Halal Hub manufacturing gateway.
- Entry into the 2.1 billion consumer OIC wellness market.
- Dominance of the NZ mānuka & kānuka tea tree sector.

<https://tribalteatree.com>

“Indigenous-led. Globally aligned. Structurally defensible.”



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-Foreword-

The New Zealand tea tree sector stands at an inflection point.

Recent volatility in the mānuka honey market has highlighted the limitations of a single-commodity model. At the same time, it has revealed the deeper, under-recognised potential of these native species when approached through a **Whole-of-Tree framework**. One that recognises the multiple revenue pathways available from the extractable taonga within Aotearoa's endemic mānuka and kānuka species.

Landowner Trust as Core Infrastructure

A central lesson from the honey-only model is that long-term sector sustainability depends on Māori landowner trust. Without this, supply fragmentation, price volatility and provenance erosion will re-emerge.

For this reason, as outlined in DOC-3030, the Company has designed its reset architecture to ensure landowners participate not only as resource suppliers, but as long-term stakeholders in value creation. This includes provenance protection, tikanga-aligned governance, and the development of a coordinated market interface intended to support supply certainty, pricing discipline and intergenerational stewardship.

- For investors, this framework functions as a *core risk-mitigation* mechanism underpinning scalable growth.
- The Step 2 capital raise described in this document represents the transition from bootstrapping to scale. Initiating a practical reset grounded in disciplined capital deployment, tikanga Māori governance, and targeting alignment with globally recognised Halal manufacturing standards.

New Zealand is uniquely positioned in producing therapeutic oils from botanically distinct tea tree species supported by a long-standing ethnobotanical tradition. This combination of cultural narrative, ecological advantage and therapeutic potential creates a natural capital platform with few global equivalents within the infection-control and wellness markets.

This initiative is therefore not solely about commercialising natural infection-control products. It is about establishing a structurally defensible, non-replicable "**Whole-of-Tree**" platform that integrates ancestral knowledge with contemporary regulatory pathways.

Based in Te Tai Tokerau, this project seeks to lay disciplined foundations for what may become a significant sunrise agribusiness sector over time. One that reflects commercial integrity, coordinated supply participation, and intergenerational stewardship.

"E mihi ana mātou ki ngā hapū nō rātou te whenua e tupu ai ā mātou rākau rongoā".
"We acknowledge the tribes whose whenua sustains the healing trees we cultivate".

CEO WELCOME

Our native New Zealand tea tree resource

Research indicates there are approximately **720,000 hectares of mānuka and kānuka bushland** across the North Island of Aotearoa New Zealand, this representing one of the world's largest under-utilised culturally embedded, natural health resources.

Within Te Tai Tokerau alone, an estimated **108,000 hectares** sit within the Mid to Far North rohe. Despite this scale, only a small portion of the resource has historically been commercialised. At its peak, national oil production reached approximately **12–15 tons per annum** across a small group of grower-producers. Following recent sector contraction, that figure is now estimated at **4–5 tons per annum**. By comparison, Australia currently produces **over 1,000 tons annually** across more than 130 growers.

- The resource exists in New Zealand.
- The industry structure required to scale it has not.

RESOURCE POTENTIAL — North Island (*Te Ika a Maui*)

Indicative modelling highlights the scale of opportunity:

- **720,000 hectares** of mānuka/kānuka bushland.
- Average **6 tons of foliage per hectare**.
- Approximate yield of **3L of oil per ton of foliage**.

This suggests potential production capacity in the order of **≈ 12.9 million litres of oil** over time. At a base farm-gate value of NZD 300 per litre, this represents indicative value potential of:

- **~NZD3.9B** farm-gate value.
- **~NZD7.8B** transfer value.
- **~NZD38B+** downstream retail potential.

RESOURCE POTENTIAL — Mid-Far North

Within our own rohe:

- **108,000 hectares** of bushland.
- **≈ 1,944 litres of oil potential**.

Indicative value:

- **~NZD583M** farm-gate value.
- **~NZD1.17B** transfer value.
- **~NZD5.8B** downstream retail potential.



*Extraction infrastructure funded prior to
Step 2 capital.*

A PRACTICAL STARTING POINT

As a returning expatriate whose family has farmed in the Far North since the 1830s, I recognised the scale of this under-utilised resource firsthand. In response, we imported / commissioned a **NZD250,000 state-of-the-art extraction unit** capable of processing locally available biomass. This was not a theoretical step. It was an operational one. With appropriate management, the wild bush resource, complemented by emerging plantation development can support the growth of a large-scale mānuka/kānuka tea tree agribusiness sector aligned with tikanga and kaitiakitanga.

The opportunity is not resource discovery.
It is industry execution.

Luke Shepherd
Chief Executive Officer.



“RESET” DIFFERENTIATION OVERVIEW

“He taonga nō te whenua, me tiaki mō ngā uri whakatipu”

“A treasure from the land must be protected for future generations”.

THE RESET OPPORTUNITY

The recent contraction of the mānuka honey sector resulted in substantial capital losses across New Zealand and exposed structural limitations inherent in a single-commodity model.

This reset initiative is founded on a different premise: that New Zealand’s endemic tea tree resources should be developed on a disciplined **Whole-of-Tree basis**, integrating supply participation, diversified revenue pathways and coordinated international market entry. The NZD500,000 Pre-Series A Reset Partner Round establishes the practical foundation of this platform.

The reset is not thematic — it is structural.

Participants at this stage engage as early partners in a structured agribusiness rebuild characterised by:

- **Supply Integrity** Direct landowner relationships rather than intermediary aggregation
- **Production Readiness** Commissioned extraction infrastructure and export capability
- **Revenue Anchoring** Structured wholesale pathways rather than speculative volume growth
- **Global Alignment** Multi-jurisdiction distribution strategy from inception
- **Liquidity Optionality** Defined capital pathway with staged de-risking

This structural approach underpins the Company’s transition from bootstrapped execution to disciplined scaling.

THE RESET CONTEXT

Over the past five years, the New Zealand mānuka honey sector has experienced cumulative impairments, trading losses and write-offs widely estimated to exceed **NZD500 million**.

- These outcomes reflected structural limitations within a single-product commercial model, including fragmented supply, pricing volatility and capital concentration around one primary revenue stream. The impact was felt across landowners, processors and investors.
- Tribal Therapeutics was established in response to these structural lessons, with the objective of rebuilding the tea tree sector on diversified **Whole-of-Tree foundations** supported by coordinated supply participation and disciplined market alignment.

The reset strategy is designed to reduce exposure to the structural vulnerabilities that contributed to prior sector contraction.

THE RESET COMPANY

Tribal Therapeutics Ltd is a New Zealand-based agribusiness platform established to rebuild the tea tree sector on a diversified **Whole-of-Tree model**.

The Company operates as a supply-led enterprise anchored in Māori landowner relationships, supported by commissioned extraction capability and structured export pathways.



Its objective is to integrate upstream biomass participation, production readiness and international distribution within a coordinated governance framework.

This positioning distinguishes the Company from prior single-product models and aligns it with long-term sector sustainability.

THE RESET PLATFORM — A WHOLE-OF-TREE MODEL

The Company's operating model is structured around four integrated pillars designed to address the structural limitations of the prior single-commodity approach.

Māori-Anchored Supply Participation

Long-term relationships with Māori landowners controlling substantial harvest-ready mānuka and kānuka resources.

Integrated Production Capability

New Zealand-based extraction infrastructure focused on therapeutic-grade oils and Whole-of-Tree derivatives.

Diversified Product Architecture

A multi-output model enabling margin stacking across multiple revenue pathways per hectare.

Global Distribution Alignment

Structured pathways across Australasia, the United States and OIC markets supported by regulatory alignment.

This structure reduces exposure to any single product, pricing cycle or geographic market.

Whole-of-Tree Economics:

One hectare → multiple product classes → diversified revenue → reduced commodity exposure.

The platform is designed to maximise economic return from every major biological component:

Tree Component	Primary Extract / Process	Key Bioactive Chemotypes	Primary Target Market	2026 Consumer "Hero Claim"
Flower	Monofloral Honey	Methylglyoxal (MGO), Dihydroxyacetone (DHA).	Premium Food / FMCG.	"The Gold Standard of Natural Immunity."
Leaf	Essential Oil (Steam Distilled)	Triketones (East Coast) vs. α -pinene/Viridiflorol (Northland).	Infection Control / Medical.	"Nature's Highest-Potency Antimicrobial."
Bark	Phenolic Extract (Soaking / Reflux)	Taxifolin, Ellagitannins, Proanthocyanidins.	Anti-Ageing / Dermo-cosmetic.	"The Natural Collagen Scaffold & Firming Elixir."
Seed	Fixed Seed Oil (Cold Pressed)	Linoleic (Omega-6) & Oleic (Omega-9) Fatty Acids.	Barrier Repair / Luxury Skincare. Anti-ageing	"Deep-Dermal Lipid Nutrition."
Hydrosol	Botanical Water (Post-Distillation)	Water-soluble Phenolics & Terpenoids.	Alcohol-Free Halal Personal Care.	"The Soothing Bio-Active Hydration Base."
Integrated	POI Honey Extract (Infusion)	Synergistic Micelle Matrix (Lipids + MGO + Phenolics).	Global Wellness Supplements.	"High-Bioavailability Therapeutic Ingestible."



THE RESET CAPITAL PATHWAY

The Company has adopted a staged capital pathway designed to progressively de-risk execution while enabling disciplined scale.

Step 2 represents the shift from founder-funded execution to scale capital, providing investors with early participation in a defined growth pathway.

The full capital sequence is outlined in Addendum One.

THE RESET LAUNCH BIOMASS SUPPLY

Initial harvesting activity is centred at **460 Kohumaru Road (Kohumaru B2D2)** in the Mangonui rohe of Te Tai Tokerau, establishing the Company's primary operational biomass hub.

The site draws from approximately **600 hectares of Māori whānau-owned whenua**, supporting regenerating mānuka and kānuka suitable for Whole-of-Tree harvesting.

Initial operations are designed to validate yield assumptions under commercial conditions, establishing a practical evidence base prior to broader supply expansion.

THE RESET BIOMASS SUPPLY EXPANSION CHAIN

Engagement is underway with additional Māori-owned landblocks across the Eastern Bay of Plenty and other regions. Many retain substantial biomass resources but currently operate without coordinated supply infrastructure or aligned market pathways.

The NZTTG Single Sales Desk and **Tikanga Pure™** framework provide the coordination mechanism enabling disciplined replication across multiple landholdings.

Expansion will be sequenced alongside demonstrated production capacity and validated market demand.

THE RESET — A SINGLE SALES DESK

The proposed **NZTTG Single Sales Desk** addresses coordination limitations that contributed to prior sector fragmentation. Key objectives include:

- Aggregating tikanga-compliant production.
- Aligning output with structured demand.
- Protecting provenance and premium positioning.
- Reducing intra-sector price competition.
- Supporting Whole-of-Tree revenue stacking.

For investors, this model strengthens supply visibility, supports pricing discipline and reduces commodity exposure.

RESET OBJECTIVE — A NEW HALAL–OIC PATHWAY

The Company is progressing a halal-certified manufacturing and distribution pathway through Malaysia's Halal Hub ecosystem. This establishes a structurally distinct growth channel, enabling compliant entry into **57 OIC markets representing ~2.1 billion consumers**.

The halal pathway functions as both a compliance framework and a market entry mechanism, diversifying revenue beyond Western consumer cycles.



THE RESET RISK MANAGEMENT — STRUCTURED DE-RISKING FRAMEWORK

The operating model has been intentionally structured to address structural risks observed in prior sector models. Key controls include:

- Diversified supply participation.
- Whole-of-Tree revenue diversification.
- Single Sales Desk coordination.
- Staged capital deployment.
- Regulatory alignment.
- Commissioned infrastructure.

The objective is to make risk observable, sequenced and manageable.

THE RESET RETURN PROFILE

The staged capital model is designed to support progressive valuation uplift as operational risk is reduced. Value inflection points include:

- Coordinated supply establishment.
- Production validation.
- International distribution pathways.
- Regulatory and halal certification alignment.
- Downstream integration.

Early participation reflects entry prior to these de-risking milestones.

THE RESET — MĀORI ECONOMIC DEVELOPMENT ALIGNMENT

The platform aligns commercial performance with long-term Māori landowner participation.

Key outcomes include:

- Recurring biomass income.
- Regional employment and capability development.
- Skills transfer across extraction and export.
- Intergenerational asset stewardship.
- Coordinated partnership-based enterprise.

Landowner participation functions as a structural component of platform resilience.

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THE RESET — GOVERNANCE & MANAGEMENT

The Company operates within a coordinated governance framework aligning landowners, producers, manufacturing partners, distributors and investors. Clear separation is maintained between:

- Supply coordination.
- Production.
- Market distribution.
- Capital oversight.

This governance structure supports accountability, transparency and disciplined execution as the platform scales. Collectively, these settings support the transition from founder-led execution to coordinated platform scale.



OUR “*Whole-of-Tree*” STEP 2 INVITATION

NZD500,000 PRE-SERIES A CAPITAL PLACEMENT

Step 2 represents the Company’s first coordinated scaling phase.

- Positioned to support initial product launch and Series A campaign underwriting.-
- Incorporating Māori supply participation, provenance integrity, coordinated market entry.-

This section outlines the Company’s Step 2 invitation to engage in the NZD500,000 Pre-Series A Round.

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PURPOSE OF THIS ROUND

The NZD500,000 Pre-Series A Round is designed to establish early market traction across New Zealand, Malaysia and the USA ahead of the planned Series A crowdfunding campaign. Primary objectives include:

1. Scaling oil extraction. Production of initial export inventory (10,000 SKUs)
2. Advancing Step 3. Malaysian Halal Hub manufacturing engagement
3. Securing the NZD250k minimum subscription threshold for the NZD2M Series A campaign.
4. Developing a landowner-driven biomass supply structure supported by a Single Sales Desk approach.

This stage is intended to create forward operational momentum rather than reliance on future capital.

PRE-SERIES A CAPITAL STRUCTURE

Total Raise: NZD500,000.

Structure: Two tranches aligned with execution milestones.

Tranche 1 **NZD250,000**

Indicative Pricing: NZD0.125 per share.

Allocation: 2,000,000 shares.

Use of Funds:

- Initial production of 10,000, gender-specific, export ready therapeutic product SKUs.
- Formal appointment of Malaysian Halal Hub value-adding partner.

Tranche 2 **NZD250,000**

Structure: Funds lodged into mutually agreed trust / escrow arrangement.

Consideration: 1,000,000 shares issued in recognition of underwriting support.

Use of Funds:

- Series A Minimum Subscription Underwrite.

Key Features:

- Fully refundable if Series A minimum subscription is achieved.
- Convertible at NZD0.125 only to cover any Series A shortfall up to NZD250k.
- Balance of funds released back to underwriting investor.

This structure is intended to support continuity of the Series A pathway and reduce capital sequencing risk.



STRATEGIC IMPORTANCE OF STEP 2

The escrow-backed underwrite is designed to:

- Support forward capital continuity.
- Demonstrate disciplined capital sequencing.
- Strengthen investor and partner confidence.
- Enable formal Malaysian Halal Hub partner engagement.

Step 2 functions as the transition from bootstrapped execution to structured scaling.

RESET PARTNERING MODEL

Whole-of-Tree Reset Partners are positioned as early participants in the formation of a multi-output agribusiness platform.

This invitation initiates discussion regarding participation in the NZD500,000 Pre-Series A Round as the first operational step toward:

- Gender-specific therapeutic NZ tea tree product launch.
- Halal certification pathway.
- Entry into 57 OIC member markets.
- Reduced exposure to single-commodity dynamics.

And more broadly, participation in the structural reset of the New Zealand tea tree sector.

INDICATIVE 90-DAY EXECUTION WINDOW

(Post completion of Tranche 1)

Key intended milestones include:

- Formal incorporation and launch of NZ Tea Tree Growers Ltd (NZTTG).
- Execution of grower participation agreements and provenance protocols.
- Initial biomass scale-up and inventory build.
- Completion of Malaysian Halal Hub partner selection.
- Advancement of regulatory alignment supporting halal certification.
- Preparation and launch of the NZD2M Series A crowdfunding campaign.

At the conclusion of this period, the Board will provide Reset Partners with a progress update.

RETURN CONTEXT

Reset Partner participation is positioned as long-term capital aligned with the staged development of the platform.

As operational and market milestones are achieved, the Company expects progressive value creation to attach to early participation.

A summary of operational, market and capital pathway milestones relevant to valuation progression is provided within the Addendums.



EXECUTION PROGRESS

This invitation is presented within the context of a staged development pathway already underway. The Company's Step 2 initiative will build on the following execution milestones.

1. Foundation Established

Through the Seed Capital phase, founding shareholders and directors have invested approximately **NZD1.15M** into:

- Extraction plant and equipment.
- Initial production capability.
- Early distribution pathway development in the United States and Australia.

This phase transitioned the platform from concept to current bootstrapped operations.

2. Biomass Supply — Launch Capacity Secured

The Lloyd whānau (Ngāpuhi, Ngāti Kahu) of Mangonui provide the initial harvesting base. Launch production is supported by biomass sufficient to underwrite:

- 200L of oil.
- Initial export production of 10,000 SKUs.
- Indicative wholesale value: ~NZD120,000.
- Indicative downstream retail value: ~USD500k (illustrative).

This provides a defined starting production base for Step 2 activation.

3. Commercial Validation — LOI Secured

The Company holds a **NZD2.4M Letter of Intent** from an Australian-based distributor of plant oils. The LOI reflects established global demand for mānuka and kānuka oil and signals supply-constrained market conditions rather than demand risk.

4. Current Invitation

This document relates to Step 2 of the capital pathway. The Pre-Series A round is intended to:

- Support production scale-up.
- Produce initial export inventory.
- Provide underwriting support for the Series A crowdfunding minimum subscription.

Step 2 represents the transition from bootstrapping to structured scaling.

5. Halal Pathway Initiated

Drawing on prior Malaysian market experience, the Company has commenced engagement toward partnership with a **JAKIM-registered Halal Hub manufacturer**. The objective is to establish halal-compliant formulation capability enabling entry into OIC markets.

6. NZ Crowdfunding Preparation

PledgeMe has confirmed the Company may proceed toward a **Series A crowdfunding campaign (target NZD2M)**. This campaign is intended to support broader commercial production following Step 2 validation.



7. US Distribution — Early Market Access

Through long-standing relationships, the Company has secured access to an FDA-aligned natural health distribution facility in Valencia, California. Initial shipments are intended to support:

- Early market validation.
- Customer onboarding.
- Alignment with planned US crowdfunding activity.

8. US Crowdfunding Pathway

The Company has entered into a Listing Agreement with a US SEC-registered equity crowdfunding intermediary to support a future **USD5M campaign** following the NZ Series A.

9. Long-Term Liquidity Pathway

Subject to execution progress, the Directors contemplate a potential public market pathway.

The objective is to position the platform as a tikanga-aligned natural capital enterprise that integrates Māori landowner supply, coordinated production, and global distribution.

Collectively, these milestones position Step 2 as an execution-stage capital. Not a concept-stage raise.

MALAYSIA — EXECUTION PLATFORM

Global Halal Market Entry

Malaysia occupies a uniquely strategic position in the global natural health and wellness ecosystem. Not simply as a manufacturing location, but as a trusted gateway into the world's fastest-growing halal consumer markets.

For a New Zealand tea tree sector undergoing structural reset, Malaysia provides the missing execution layer: certified value-adding capability, internationally recognised halal governance, and established export pathways into the **57 member countries of the Organisation of Islamic Cooperation (OIC)**.

This positioning elevates Malaysia from a downstream processor to a platform partner.

1. Global Leadership in Halal Certification



Owner Copyright

Malaysia, through **JAKIM**, is widely regarded as the global benchmark for halal certification integrity.

Products formulated and certified within Malaysia carry immediate trust across OIC markets, reducing regulatory friction and accelerating market entry.

In practical terms, JAKIM certification converts a **New Zealand natural resource into a globally trusted halal FMCG ingredient and finished-product platform**.

2. Existing Value-Adding Infrastructure

Unlike earlier New Zealand mānuka ventures that required substantial upstream capital investment, Malaysia's Halal Hub ecosystem already provides:

- (1) GMP-certified manufacturing capability
- (2) Advanced natural health product formulation expertise
- (3) Established regulatory pathways.
- (4) Export-ready infrastructure.
- (5) Embedded distribution networks.

This ecosystem allowing the NZ tea tree reset model to scale without recreating infrastructure, creating a capital-efficient pathway to global market entry.

3. Cultural and Commercial Fluency

Effective market entry in Malaysia depends on cultural understanding as much as technical capability. Through its directors, the Company benefits from longstanding in-market relationships developed over many years of operating experience. These relationships now facilitating the commencement of an engagement with JAKIM-registered natural health manufacturers and distribution partners in Malaysia.

Malaysia's multicultural commercial environment where Malay governance, Chinese entrepreneurial networks, and international consumer demand intersect, creates a strong platform for introducing differentiated, premium ethnobotanical products.



Chinese-owned distribution groups in particular actively seek differentiated, provenance-rich products capable of supporting premium category creation.

4. Capital Alignment and Step 3 Integration

Malaysia is one of the few jurisdictions where **Syariah-aligned commercial structures** are widely understood, legally supported, and operationally implemented.

The Company is progressing engagement with potential partners capable of supporting the **Step 3 capital pathway**, including Mudharabah-aligned structured financing arrangements.

Completion of Step 3 positions Malaysia as the principal value-adding base for an expanding portfolio of therapeutic wellness products targeting OIC markets. This structure targets a coordinated, cross-border execution framework that aligns the following:

- Manufacturing.
- Certification.
- Distribution.
- Capital participation

5. Controlled Market Activation

Following completion of the Pre-Series A round, initial activity will focus on controlled market activation, including targeted in-store demonstration and point-of-sale education designed to introduce the gender-specific positioning of mānuka and kānuka therapeutics.

This provides a practical pathway from certification to consumer awareness within priority launch markets.

In Closing

Malaysia therefore represents not an expansion geography, but a core execution platform enabling regulatory trust, capital alignment, and scalable international distribution.



MARKET CAPTURE & CONTROL

The New Zealand tea tree sector is emerging from a period of significant capital withdrawal following the collapse of several mānuka-focused commercial ventures, with cumulative losses estimated in excess of NZD500 million.

- What has changed is **not the resource**.
- What has changed is **the industry structure** surrounding it.

A generation of investment concentrated on a single product pathway. Honey, while the broader ethnobotanical potential of the tea tree remained largely under-developed. As capital exited, the sector has been left fragmented, under-coordinated, and without a scaled value-adding platform.

For experienced investors, this creates a familiar scenario:

“A proven natural resource, a validated global narrative, and the absence of coordinated execution”

This is the point at which platform opportunities typically emerge.

FROM PRODUCT CYCLE TO PLATFORM CATEGORY

The Whole-of-Tree model reframes the category from a single-product cycle into a **multi-pathway therapeutic** and wellness platform encompassing:

- Essential oil.
- Hydrosol.
- Phenolic compounds.
- Formulated therapeutics.
- Certified wellness products.
- Infection control applications.

This diversification reduces dependency on price-volatile product categories and expands the addressable market across multiple consumer segments. In practical terms, the industry shifts from speculative product cycles to structured category development.

EARLY PLATFORM POSITIONING

Market control in this context does not refer to supply ownership. It refers to establishing the first credible ecosystem capable of coordinating:

- Verified Indigenous supply.
- Certification-ready value-adding.
- Consistent category narrative.
- Distributor confidence.
- Price integrity.
- Repeatable production pathways.

The Single Sales Desk, Tikanga standards, provenance verification, and Taonga Supply Agreements together form this coordination layer. Once established, such infrastructure creates meaningful switching costs and long-term positioning advantages for early platform participants.



WHY THE HALAL / OIC INTERFACE MATTERS

The integration of Malaysia's Halal Hub capability transforms this positioning from regional platform to global category entry. Halal certification, particularly through Malaysia, provides:

- Immediate credibility across OIC markets.
- Regulatory pathway simplification.
- Distributor confidence in ingredient integrity.
- Access to large, certification-sensitive consumer segments.

For tea tree therapeutics and wellness products, this creates a structural bridge between verified origin supply and high-growth global markets.

In effect, Halal certification becomes both a market entry accelerator and a category barrier.

A STRUCTURAL TIMING ADVANTAGE

Few emerging natural wellness categories combine:

- Under-monetised endemic resource.
- Validated global consumer narrative.
- Certification-aligned manufacturing base.
- Coordinated provenance architecture.
- Identifiable capital pathway and exit window.

This convergence creates a limited period during which early participants can influence how the category develops, including product architecture, distributor expectations, and long-term positioning.

This is the essence of market capture at platform level.

Strategic Implication for Regional Partners

For Malaysia and Singapore-based natural health companies, the opportunity extends beyond product distribution. Early participation enables involvement in:

- Shaping a certified ethnobotanical category.
- Securing preferred value-adding relationships.
- Anchoring distribution pathways.
- Influencing product roadmap development.
- Participating in long-term platform growth.

Such positioning is typically more valuable than participation in individual product margins alone.

CALL TO ACTION – PLATFORM PARTICIPATION

The Pre-Series A round as captioned in this document represents the first structured step in establishing this coordinated platform. Participation at this stage enables investors and strategic partners to influence the formation of a globally relevant ethnobotanical category.

This is not entry into a product cycle. It is participation in the emergence of a structurally different agribusiness sector grounded in provenance, certification, and coordinated supply.

Early participation provides the ability to help shape a category whose long-term value is expected to extend well beyond individual product lines.



FORWARD LOOKING STATEMENTS

DISCLAIMER

This document contains forward-looking statements relating to the Company's current and proposed future business activities, capital pathway, operational development, and market strategy.

Forward-looking statements include, but are not limited to:

- Projected operational milestones.
- Expected use of capital.
- Development of supply, production and distribution pathways.
- Potential partnerships and joint ventures.
- Anticipated market expansion.
- Indicative financial outlook and value creation expectations.

These statements reflect current assumptions, expectations, and beliefs of management at the time of preparation.

Forward-looking statements are inherently uncertain

They are not guarantees of future performance.

Actual results may differ materially due to a range of factors including:

- Operational execution risks.
- Capital availability.
- Regulatory and certification processes.
- Partner engagement outcomes.
- Market conditions.
- Supply variability.
- Broader economic factors.

This document is provided for discussion purposes only to assist potential investors and strategic partners in understanding the Company's direction, framework, and proposed capital pathway.

Readers should not place undue reliance on forward-looking statements.

The Company does not undertake to update forward-looking statements except where required by applicable law.



DOCUMENT STATUS & ENGAGEMENT PATHWAY

Document Status

This document has been prepared to introduce the Tribal Therapeutics platform, its reset strategy for the New Zealand tea tree sector, and the Company's staged capital pathway. It is provided for information and discussion purposes only. This document:

- Is not an offer of securities.
- Does not constitute a product disclosure statement, prospectus, or offering memorandum.
- Does not form the basis of any investment contract.
- Is intended to support informed engagement with interested parties.

Participation in any capital round will occur only through formal documentation prepared in accordance with applicable securities laws.

Purpose of Circulation

The purpose of this document is to:

- Present the structural reset opportunity.
- Outline the Company's operating model and capital pathway.
- Identify potential Reset Partners.
- Initiate discussion with investors and strategic participants.
- Support due diligence engagement.

This stage focuses on alignment, understanding, and relationship formation prior to any formal investment process.

Engagement Pathway

Interested parties may engage with the Company through a staged process:

1. Initial discussion and clarification.
2. Access to selected supporting materials.
3. Due diligence engagement (subject to NDA where appropriate).
4. Review of formal investment documentation.
5. Participation in the relevant capital round.

This staged approach reflects the Company's commitment to disciplined capital formation and transparent engagement.

Strategic Participation

Participation may take several forms depending on investor profile and capability, including:

- Financial participation in capital rounds.
- Underwriting participation.
- Strategic distribution or value-adding relationships.
- Regional platform partnerships.
- Sector infrastructure collaboration.

Early engagement enables participants to better understand the platform architecture and potential role within its development.

This document represents an invitation to commence discussion regarding participation in a structured sector reset rather than a solicitation to invest.

-Supporting Framework & Detailed Reference Material

Introduction to the Addendums

The following Addendums form an integral extension of this document and provide supporting detail to the platform, capital pathway, and operational architecture outlined in the main body. They are structured to give prospective investors and strategic partners deeper visibility into:

- The industry reset rationale.
- The staged capital framework.
- Supply coordination architecture.
- Certification and governance positioning.
- Distribution and execution pathways.
- The infrastructure supporting scalable production.

Taken together, the Addendums provide a transparent view of both:

1. Foundations already established.
2. The forward pathway through which the whole-of-tree platform is intended to scale.

They are designed to support informed discussion, due diligence engagement, and evaluation of potential participation. Readers may review the Addendums sequentially or refer directly to sections of specific interest.

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Background
Te-Pahi ~1760-1810
Colonial Era, Ngāpuhi Trader

THE RESET CAPITAL PATHWAY

A Sequenced Asset & Market Integration Strategy

The following capital formation/expansion pathway has been developed and planned to be implemented through Steps 1 to 6.

STEP 1, the “Seed Step” is completed with the core equipment / launch biomass required to position the Company at an early revenue ready stage. The following Rounds (Steps) have been provisioned to scale production.

STEP 2 – PRE-SERIES A – NZD500,000 (The Round captioned herein)

Objective: Establish operational traction and capital continuity.

- Proposed entry price of **NZD0.125** per share – *reduces to NZD0.833 on weighted basis*.
- Export first 10,000 SKU’s with an RRP value of USD500k (NZD833k).
- Launch NZTTG (landowner-driven biomass platform).
- Secure Series A Minimum Subscription underwrite.
- Formalize Malaysian Halal Hub manufacturing engagement.
- Establish the Single Sales Desk structure.

This Step / Round de-risks subsequent growth capital by anchoring supply & market alignment.

Post completion of Step 2, the following steps are actioned:

STEP 3 – HALAL HUB JV PARTNER -USD5,000,000 (“Equity License” structured, Sukuk issuance).

Objective: Establish a value adding base in Malaysia with a “Halal Hub”, manufacturing partner.

- JAKIM registered partner enables certification of NZ tea tree products as “Halal”.
- Opens access to the OIC, 57 member country grouping, a 2.1B population demographic.
- Enables purchase of purpose built extraction factory/HQ/ showcase facility.
- Enables purchase of an office / retail / distribution facility in the US with B2B network.

Developed to deliver parallel, equity convertible Round, the Company seeks to place a USD5M Mudharabah-structured Convertible Sukuk with a Malaysian JAKIM-certified manufacturing partner with the following strategic rationale:

- Anchors downstream halal-certified production capacity.
- Aligns capital with OIC distribution rights.
- Protects NZ extraction and supply-chain integrity.
- Diversifies capital stack across jurisdictions.

This structure embeds market access within capital formation, rather than relying on post-raise distribution negotiations.

STEP 4 – SERIES A – NZD2,000,000 (NZ Crowdfunding / 2,000 “Packs” priced at NZD1,000 each).

Objective: Scale production and initiate structured international distribution.

- Expand NZ whole-of-tree production capacity.
- Expand US / Asian product distribution channels.
- Prepare / launch US crowdfunding campaign.

This Step / Round creates early “Brand Ambassadors” and launches the US crowdfunding step.

STEP 5 – SERIES B – Approx. USD5,000,000 (US Crowdfunding)

Objective: Secure upstream and downstream integration.

- Establish Australian GMP/TGA-aligned production capability.
- Consolidate margin expansion across supply chain.

This Step / Round prepares the Company to move into an IPO/Listing pathway.



RAISE CAPITAL INVEST INVESTOR EDUCATION

BLOG NEWSLETTER LOGIN SIGN UP



Tribal Health Mission:

Tribal Health Corp is bringing a 1,000-year-old, New Zealand native tea tree oil-based healthcare remedy to the US. Used by ancient tribes as a gender-specific infection protection remedy, modern-day research has demonstrated the efficacy of the oil from both the mānuka, the female tea tree, and kānuka, the male tea tree. Both inhibit antimicrobial-resistant “superbug” infections. Associated with both home and nosocomial (hospital) acquired infections, malicious pathogen infection protection is an expanding \$261B+ addressable market in a world where infection control is a growing healthcare problem internationally.

STEP 6 – SERIES C – Target NZD20,000,000 (Liquidity & Institutional Entry)

Objective: Structured liquidity event and scaled acquisition programme.

- IPO or alternative public market pathway.
- Institutional capital entry.
- Strategic acquisitions.

The public trading Exchange and timing to be determined subject to performance.

.



ADDENDUM 2

Illustrative Capital Pathway & Indicative Valuation Scenario

This Addendum illustrates an indicative capital pathway designed to demonstrate how progressive platform development may translate into valuation evolution across successive funding stages. The table is provided solely to illustrate structural mechanics, dilution dynamics, and potential valuation progression under a scenario in which key operational and capital milestones are achieved. It is not a forecast, valuation opinion, or representation of future performance. Actual outcomes may differ materially. Readers should refer to the Forward-Looking Statements section.

FOUNDERS/MANAGEMENT	SHARES	%	FUNCTION
Launch shareholding group	23,400,000		Founders.
Pre-Series A Reset Partners <i>(Indicative Pricing \$0.125)</i>	3,000,000		Step 2 / Reset Partners
PRE-SERIES A & B TOTAL	26,400,000	100%	
PLUS			
Series A Crowdfunding <i>(Priced @ \$0.25)</i>	8,000,000	23%	Step 4 / Export expansion.
POST SERIES A GROUP TOTAL	34,400,000	100%	
US CAPITAL PATHWAY (Illustrative)			Post 1 : 1 TTL share takeover,
NZ shareholder 1:1 exchange	34,400,000	68%	As per above.
Current US Shareholders	11,000,000	22%	Tribal founder company (2016).
Plus			
US Crowdfunding <i>(Priced @ US\$1)</i>	5,000,000	10%	Step 5 / 5M shares at USD1 each,
PRE-IPO SHARE SPLIT	50,400,000	100%	
SHARE SPLIT	X 3 : 1		
POST SPLIT TOTAL	151,200,000	100%	Pre US IPO shares on issue,
PRE NZD20M SERIES C IPO ROUND			<i>(Target Price \$1)</i>
Original US Shareholders	33,000,000	19%	
Original NZ Shareholders	67,200,000	39%	
Capital Campaign Partner(s)	12,000,000	7%	
NZ Crowdfunding Shareholders	24,000,000	14%	
US Crowdfunding Shareholders	15,000,000	9%	
TOTAL SHARES ON ISSUE	151,200,000	88%	
Plus			
NZD20M Series C Round	20,000,000	12%	Step 6 / SX public offer / listing,
TOTAL SHARES ON ISSUE	171,200,000	100%	
X Illustrative Scenario	\$2.42		Assumed Year 3 Trading Price
= Illustrative Market Cap Scenario	\$414,304,000		End year 3

This scenario is intended to illustrate potential valuation mechanics associated with staged execution and platform integration. It should not be interpreted as a projection, target valuation, or investment return expectation.



ADDENDUM 3

RESET FOCUS – TIKANGA–HALAL SUPPLY COALITION

Whole-of-Tree Māori Agribusiness Platform

New Zealand Origin | Malaysia Halal Hub | OIC Market Pathway

STRATEGIC CONTEXT

The global halal economy serves approximately 2.1 billion Muslim consumers across 57 OIC member nations. It represents one of the fastest-growing regulated health and wellness markets in the world.

This kaupapa seeks to align New Zealand’s tikanga-governed native tea tree resources with Malaysia’s internationally recognised halal manufacturing ecosystem — establishing a premium, whole-of-tree botanical healthcare pathway into these markets.

1. GLOBAL VISION

To establish a Māori landowner-supported, tikanga-grounded, halal-aligned supply and manufacturing ecosystem delivering therapeutic-grade New Zealand mānuka and kānuka whole-of-tree products for global distribution.

2. MAORI SUPPLY ECOSYSTEM (New Zealand Origin)

Regional Base

- Te Tai Tokerau (Kohumaru / Kēnana growers).
- Ōpōtiki (Eastern Bay of Plenty mānuka growers).

Governance Framework (NZTTG Model)

- Whānau-on-the-whenua stewardship.
- Documented provenance systems.
- Tikanga-compliant harvesting protocols.
- Batch-level traceability.

Whole-of-Tree Inputs

- Therapeutic essential oils (mānuka & kānuka).
- Hydrosols and phenolic extracts.
- Seed lipids and plant-based actives.
- Honey and complementary derivatives.

This diversified structure transitions the sector from single-flower commodity reliance toward a disciplined whole-of-tree value platform.

3. HALAL HUB MANUFACTURING PATHWAY (Malaysia)

The objective is to secure partnership with a JAKIM-certified Halal Hub manufacturer who will:

- Undertake formulation and value-adding.
- Integrate plant-based actives.
- Ensure halal certification integrity.
- Produce retail-ready SKUs.
- Enable compliant export into OIC and global halal markets.

Malaysia’s halal governance infrastructure forms a core execution pillar of the platform.

“RESET” DIFFERENTIATION OVERVIEW

“He taonga nō te whenua, me tiaki mō ngā uri whakatipu”

“A treasure from the land must be protected for future generations”.

THE RESET OPPORTUNITY

The recent contraction of the mānuka honey sector resulted in substantial capital losses across New Zealand. It also exposed structural weaknesses in a single-commodity model.

This reset initiative is founded on a different premise. That New Zealand’s endemic tea tree resources should be developed on a disciplined, whole-of-tree basis. Integrating supply control, diversified revenue streams, and aligned international pathways.

The NZD500,000 Pre-Series A Reset Partner Round establishes the foundation of that platform
The reset is not thematic, it is structural..

Participants at this stage are early partners in a structured agribusiness rebuild characterised by:

- **Supply Integrity** — Direct landowner relationships rather than intermediary aggregation.
- **Production Readiness** — Commissioned extraction and export capability.
- **Revenue Anchoring** — Structured wholesale pathways rather than speculative volume growth.
- **Global Alignment** — Multi-jurisdiction distribution strategy from inception.
- **Liquidity Optionality** — Defined capital pathway with staged de-risking.

This structural approach underpins the Company’s transition from bootstrapped execution to disciplined scaling with the abovesaid combination of supply integrity, production capability, and international alignment, uncommon within early-stage NZ agribusiness ventures.

THE RESET CONTEXT

Over the past five years, the New Zealand mānuka honey sector has experienced cumulative impairments, trading losses and write-offs estimated in excess of NZD500 million.

- These losses were not the result of resource scarcity. They reflected structural weaknesses within the prevailing single-product model, including fragmented supply, pricing indiscipline, and capital concentration around a single revenue stream. The outcome materially affected landowners, processors, and investors alike.
- Tribal Therapeutics was established in response to these structural lessons with the objective of rebuilding the tea tree sector on diversified, **whole-of-tree** foundations supported by supply coordination and disciplined market alignment. A detailed sector analysis is available in DOC-1835 – accessible via Addendum .

The reset strategy is designed to prevent recurrence of these structural vulnerabilities.

THE RESET COMPANY

Tribal Therapeutics Ltd is a New Zealand-based agribusiness platform established to rebuild the tea tree sector on a diversified, whole-of-tree model. Operating as a supply-led enterprise anchored in Māori landowner relationships, with commissioned extraction capability and structured export pathways. Its objective is to integrate upstream biomass control, production readiness, and international distribution within a coordinated governance framework. This



positioning distinguishing the Company from prior single-product models and aligning it with long-term sector sustainability.

THE RESET PLATFORM – (A “Whole-of-Tree” Model)

The Company’s operating model is built on four integrated pillars designed to correct the structural weaknesses of the prior single-commodity approach.

a) Assured Māori-Led Supply

Long-term relationships with Māori landowners controlling substantial harvest-ready mānuka and kānuka resources. Supply agreements prioritise provenance, sustainability and coordinated output rather than opportunistic volume expansion..

b) Integrated Production

New Zealand-based extraction capability focused on therapeutic-grade oils and whole-of-tree derivatives, supported by documented quality systems and batch-level traceability.

c) Diversified Product Architecture

A multi-output model encompassing essential oils, hydrosols, phenolic extracts, seed lipids, honey, and formulated wellness products, including gender-specific lines. This diversification enables margin stacking across multiple revenue streams per hectare.

d) Global Distribution Alignment

Structured distribution pathways across Australasia, the United States and OIC markets supported by wholesale strategy, regulatory alignment and compliance frameworks.

This integrated structure reduces exposure to any single product, pricing cycle, or geographic market, creating a more resilient agribusiness platform.

Whole-of-Tree Economics

One hectare → multiple product classes → diversified revenue → reduced commodity exposure. This model reframing tea tree from a commodity input into a production platform.

THE RESET CAPITAL PATHWAY

To deliver this platform, the Company has adopted a staged capital pathway designed to progressively de-risk sector execution while enabling disciplined scale.

- This approach applies structured investment rounds aligned with infrastructure development, market activation and international expansion.
- Step 2 represents the transition from bootstrapped execution to scale capital, providing investors with early participation in a defined growth pathway.

This staged approach reflects established venture capital sequencing, adapted to natural capital infrastructure development. The full capital sequence is outlined in **Addendum One**.

THE RESET LAUNCH BIOMASS SUPPLY

The initial harvesting hub is centred at 460 Kohumaru Road (Kohumaru B2D2) in the Mangonui rohe of Te Tai Tokerau. The site draws from approximately 600 hectares of Lloyd whānau-owned whenua supporting regenerating mānuka and kānuka stands suitable for whole-of-tree harvesting.

Preliminary resource modelling indicates substantial multi-product yield potential across:

- Therapeutic-grade essential oils.
- Honey.



- Hydrosols.
- Phenolic extracts.
- Seed lipids and tannins.

Importantly, the value proposition is not based solely on oil yield. The whole-of-tree model enables layered revenue streams from a single biomass base, enhancing per-hectare economics relative to single-product extraction models.

Operations are designed to validate yield assumptions under commercial conditions, establishing a practical evidence base prior to broader supply expansion.

THE RESET BIOMASS SUPPLY EXPANSION CHAIN

In parallel with Far North production readiness, the Company has initiated discussions with additional Māori-owned mānuka landblocks in the Eastern Bay of Plenty and other regions.

Several of these landblocks previously supported large-scale mānuka ventures and retain substantial tea tree biomass resources. Following sector contraction, many now operate without coordinated supply infrastructure, multi-product pricing frameworks or aligned market pathways.

The NZTTG single-desk model and Tikanga Pure™ certification framework are designed to provide that coordination. Early engagement has indicated receptivity to a unified supply approach that:

- Aggregates tikanga-compliant production.
- Aligns output to structured market demand.
- Protects provenance.
- Reduces internal price competition.

This expansion pathway demonstrates that the platform is not dependent on a single rohe but is capable of disciplined replication across multiple Māori landholdings under a coordinated governance model.

Expansion beyond initial regions will be sequenced in alignment with demonstrated production capacity and validated market demand, creating a replicable supply architecture.

THE RESET – A SINGLE SALES DESK

The proposed **NZ Tea Tree Growers (NZTTG) Single Sales Desk** model is designed to address coordination limitations that contributed to prior sector fragmentation.

Multiple producers competing on price, inconsistent branding, and capital directed toward short-term volume rather than disciplined margin management. The Single Sales Desk introduces coordinated output management and unified market positioning. The key objectives include:

- Aggregating tikanga-compliant production under consistent standards.
- Aligning grower output with structured demand rather than speculative expansion.
- Protecting provenance and premium positioning.
- Reducing internal price competition between landblocks.
- Supporting whole-of-tree revenue stacking across oil, seed, honey, hydrosol and derivative products.

For investors, this coordinated model reduces commodity exposure, strengthens supply certainty, and enhances long-term pricing discipline. The Single Sales Desk will operate under defined governance rules separating supply control from distribution negotiation.



RESET OBJECTIVE – A NEW HALAL-OIC PATHWAY

In parallel with Australasian and US market development, the Company is advancing a halal-certified manufacturing and distribution pathway through Malaysia's established Halal Hub ecosystem. The objective is to partner with a JAKIM-registered natural therapeutic products manufacturer to:

- Undertake halal-compliant formulation and value-adding.
- Secure recognised halal certification.
- Enable compliant entry into Organisation of Islamic Cooperation (OIC) markets.

The OIC market comprises 57 member countries and approximately 2.1 billion consumers, representing one of the fastest-growing regulated wellness sectors globally. This pathway is commercially aligned with the Company's governance model. Māori principles of stewardship and provenance align naturally with Islamic concepts of Amanah (trust and ethical trade), creating compatibility between supply integrity and halal compliance frameworks.

Importantly, the halal pathway establishes a structurally distinct growth channel, diversifying revenue beyond traditional Western consumer cycles and embedding market access within regulated distribution systems.

For investors, this provides geographic diversification, regulatory alignment, and potential premium positioning within rapidly expanding Southeast Asian and Gulf markets. Through early participation in a globally scalable platform grounded in indigenous knowledge and ethical production. The halal pathway functioning as both a compliance framework and a market entry mechanism.

THE RESET RISK MANAGEMENT – STRUCTURED DE-RISKING FRAMEWORK

The Company's operating model has been deliberately structured to address the primary structural risks that affected the prior single-commodity honey sector. Key risk controls include:

- **Diversified Supply Base** – Multiple landholdings and rohe participation to avoid geographic concentration risk.
- **Whole-of-Tree Revenue Model** – Reduced dependence on a single product or pricing cycle.
- **Single Sales Desk Coordination** – Structured output management to mitigate internal price competition.
- **Staged Capital Deployment** – Sequential funding aligned to operational milestones rather than speculative expansion.
- **Regulatory Alignment** – Halal, export, and provenance frameworks integrated from inception.
- **Commissioned Infrastructure** – Production capability established prior to scale marketing commitments.

This layered structure is designed to reduce volatility, improve margin discipline, and strengthen long-term capital resilience. Independent governance oversight and disciplined reporting further support execution accountability. Where required, external professional advisors support legal, regulatory, and capital structuring compliance.



THE RESET RETURN PROFILE

No investment outcomes can be guaranteed. However, the Company's staged capital and asset-integration model is structured to create progressive valuation uplift as operational risk is reduced.

Value inflection points are expected to arise from:

- Establishment of coordinated biomass supply under NZTTG.
- Commissioned production and initial revenue validation.
- Formalised international distribution pathways.
- Regulatory and halal certification alignment.
- Securing downstream integration and margin capture.

Each stage is designed to transition the platform from concept risk to execution validation, and from execution validation to structured scale.

Early-stage participation reflects entry prior to these de-risking milestones.

Liquidity pathways are contemplated through subsequent capital rounds, asset consolidation, or potential public market options, subject to performance and Board determination.

THE RESET = MAORI ECONOMIC DEVELOPMENT ALIGNMENT

The platform is structured to align commercial performance with long-term Māori landowner participation. Key outcomes include:

- Recurring biomass income streams to participating landowners.
- Regional employment and capability development.
- Skills transfer in extraction, compliance, and export processes.
- Strengthened intergenerational asset stewardship.
- Transition from fragmented extraction models to coordinated, partnership-based enterprise.

This alignment supports both commercial resilience and ESG-compliant capital participation, positioning the platform within global impact-investment and indigenous enterprise frameworks. Where appropriate, participating landowners may hold aligned equity interests within the coordinated platform. Landowner participation is treated as a structural component of platform resilience rather than a downstream benefit.

THE RESET = GOVERNANCE & MANAGEMENT

Tribal Therapeutics Ltd is overseen by a multi-disciplinary leadership team with experience across:

- Māori land stewardship and supply coordination.
- Agribusiness operations and production management.
- International distribution and export compliance.
- Capital structuring and staged financing.
- Regulatory and certification alignment.

The Company operates under a coordinated governance framework designed to align landowners, producers, manufacturing partners, distributors, and investors within a unified commercial structure. Clear separation is maintained between:

- Supply coordination (NZTTG model).
- Production and processing.
- Market distribution.
- Capital oversight.

This structure is intended to provide accountability, transparency, and disciplined execution as the platform scales. Independent professional advisors support legal, regulatory, and capital structuring processes where appropriate.

Collectively, these governance settings support the transition from founder-led execution to coordinated platform scale.





SINGLE SALES DESK

NZ Tea Tree Growers Ltd (NZTTG) – Market Coordination Framework

Incorporating the Taonga Supply Agreement “TSA” model

The proposed Single Sales Desk (SSD) is intended to coordinate fragmented tea tree biomass supply across participating Māori landholdings into a unified commercial framework. *One structured with regard to applicable New Zealand competition and commerce law requirements applicable to early stage companies providing valuable foreign market access to Māori owned agribiz enterprises.*

Its purpose is to provide a structured point of market access through coordinated pricing, provenance control, and disciplined output alignment for whole-of-tree tea tree derivatives. Including mānuka and kānuka oils and associated products. The SSD will help bring stability to grower/producers through leveraging collective bargaining power for better farm-gate returns, and attract capital by offering a de-risked, scalable gateway into New Zealand’s high-value agribiz sector. Structured within current NZ Commerce Commission framework / settings.

STRATEGIC RATIONALE

Recent volatility in the mānuka honey sector demonstrated that fragmented supply, uncoordinated pricing, and unmanaged volume expansion can materially undermine premium positioning. The NZTTG Single Sales Desk is designed to address these structural risks through:

- Coordinated supply aggregation.
- Standards-based production compliance.
- Controlled market-facing pricing discipline.
- Unified provenance protection.

Adapted to the NZ tea tree sector, this approach draws on established horticultural models

STRUCTURAL MODEL (Incorporating Taonga Supply Agreements “TSA”)

NZTTG is proposed as a voluntary, grower-aligned coordination and certification entity responsible for approving long-term Taonga Supply Agreements (TSA) between participating landblocks and Tribal Tea Tree Botanicals Ltd (the NZ processing subsidiary). Under this framework:

- Participating landowners retain title to their biomass.
- NZTTG approves and oversees compliance with agreed standards.
- Tribal Tea Tree Botanicals Ltd enters into contracted TSAs for approved lands.

Each TSA will define:

- Approved Lands (area, location, block designation).
- Supply and harvesting parameters.
- Pricing and profit allocation mechanisms.
- Equity participation formula (shares issued in Tribal Therapeutics Ltd)

This structure formalises recurring biomass supply while aligning landowner interests with platform-level equity growth.

GLOBAL DISTRIBUTION STRATEGY

“New Zealand is not a scale market. It is a provenance market.”

The development of gender specific NZ tea tree botanicals for global distribution through a regional master distributor structure that follows the ICAAN global internet names and numbers model, puts Tribal Therapeutics Ltd into a highly advantageous position within the natural healthcare industry. By pioneering this innovative niche, we can capture market share and establish a strong presence before competitors attempt to emulate our gendered, ethnobotanical advantage built on our powerful cultural narrative. Our unique, first-mover advantage is expected to lead to significant growth and long-term success in accordance with an export focused “go to market” strategy. One that bypasses the challenges of seeking profitable early stage economy of scale within the small NZ economy. One that seeks early growth abroad in massive consumer markets is our strategy from the outset as below



ICAAN Regional Internet Structure

1. Global Distribution Network: (ICAAN Regional Structure)

Master Distribution Strategy: While ambitious and forward thinking, the plan is to develop a licensed global master distribution network that sets the stage for both scalability and early stage compliance with international market regulations, enhancing product credibility. We seek early interest from the APNIC region, (Singapore) as well as a party resident in the fast growing MENA region, part of RIPE (Europe) / AFRINIC (Africa) regions, with an Emirates based party our strategic preference.



MENA Region

2. Regional Pilot Launch Strategy (ARIN LACNIC region)

U.S. Distribution Center: By shipping to a distribution facility in Valencia, CA, we will gain access to the vast U.S. market from day one. Expanding our potential customer base from day one in one of the world's largest markets for natural health products. The ARIN - LACNIC region to serve as a pilot for the global network will provide valuable insights and establish best practices before expanding further. This phased approach mitigating risk / allowing for adjustments based on expansion feedback.

3. Established Distribution Relationships:

Partnership with Australian Associate: Utilizing an existing relationship with a distribution facility owned by an associate of our directors reduces the risk associated with logistics and warehousing. Their established networks in the US marketplace, facilitating quicker entry into the market, driving early sales traction in the US.

4. Unique Product Positioning:

Gender-Specific Branding: The uniqueness of Tribal's gender-specific natural infection control products markedly differentiates our offerings in a crowded market, attracting specific consumer segments and retailers interested in innovative, targeted solutions.

THE STRUCTURED UNDERWRITE FRAMEWORK

Supply & Campaign Alignment

NZD120k MAORI SHAREHOLDER COMMITMENT

One of the founding shareholders of Tribal Therapeutics Ltd (“TTL”) is Kohumaru Taonga Ltd, (“KTL”). A Māori-owned entity whose whānau-controlled whenua host substantial harvest-ready mānuka and kānuka stands, has committed to underwrite the biomass supply required to produce the initial 200 litres of tea tree oil required for the first 10,000 SKU export production run. At the current preferred distributor wholesale price of NZD600 per litre, this equates to NZD120,000 of committed production value.

This commitment represents:

- Assured initial production capacity.
- Controlled provenance supply.
- Alignment between landowner and platform.
- Immediate production readiness.
- It reduces early-stage supply uncertainty.

PRE-SERIES A CAPITAL STRUCTURE

Industry Reset Launch Commitment: **NZD500,000**

Tranche 1 – NZD250,000 - *Cash released to TTL*

- 2,000,000 shares.
- Indicative pricing NZD0.125 per share.
- Funds applied to SKU production and Malaysian partner activation.

Tranche 2 – NZD250,000 Campaign Underwrite – *Capital held in escrow/trust*

- 1,000,000 shares issued as underwrite consideration.
- Refundable in full if NZ crowdfunding minimum subscription of NZD250k is met.
- Convertible only to cover shortfall up to NZD250k.

This structure:

- Guarantees campaign minimum threshold.
- Demonstrates disciplined capital staging.
- Reduces execution risk.
- Strengthens crowdfunding campaign launch.

ILLUSTRATIVE COST MECHANICS (*Not a Return Projection*)

The following illustration demonstrates the capital mechanics only re the NZD250k entry.

(a) Pre 3 : 1 Share Split:

- Cash deployed (if campaign succeeds): NZD250,000.
- Shares issued: 3,000,000.
- Effective blended entry price: NZD0.0833 per share.



(b) Post 3:1 Share Split (illustrative scenario):

- Total shares held: 9,000,000.
- Effective blended entry price: NZD0.0277 per share.

This illustration does not represent a valuation forecast, price target, or guaranteed return. Any future valuation outcome would depend on:

- 1). Successful execution of capital stages.
- 2). Operational performance.
- 3). Market conditions.
- 4). Regulatory approvals.
- 5). Investor demand at time of listing.

Refer to Forward Looking Statement.

IN CLOSING

Why This Underwrite Is Structurally Distinct.

The Underwrite framework described above is not simply a capital mechanism. It is embedded within a broader platform architecture grounded in indigenous knowledge systems, coordinated supply, and multi-market execution capability. The Tribal™ therapeutics platform is committed to integrating Māori and Australian indigenous ethnobotanical knowledge with contemporary regulatory and distribution pathways. This intersection creates structural differentiation that is difficult to replicate.

Key elements include:

- a) Botanically distinct NZ mānuka and kānuka chemotypes.**
Endemic species with recognised therapeutic properties and growing international demand.
- b) Whānau-controlled biomass supply.**
Direct landowner participation provides provenance integrity and long-term supply alignment.
- c) Category creation — “Therapeutics”.**
Positioned at the intersection of the global wellness sector (~USD400B) and infection control markets (~USD268B), enabling diversified revenue pathways beyond single-product cycles.
- d) Emerging trans-Tasman indigenous collaboration.**
Alignment between NZ tangata whenua and Australian Aboriginal custodial knowledge systems supports the development of a culturally anchored, ethically governed supply chain.

The Underwrite therefore represents early alignment with the structural foundations of a coordinated indigenous natural capital platform rather than participation in a single-product opportunity.

NEXT STEP — EXPRESSION OF INTEREST

Participation in the Step 2 Pre-Series A Round

This document has outlined the structural Reset opportunity, the capital pathway, and the coordinated platform architecture supporting the NZ tea tree sector rebuild.

Addendum 7 provides a pathway for interested parties to formally register interest in participating in **Step 2** of the Company's staged capital programme.

Who This Expression of Interest Invitation Is Intended For

The Step 2, (Pre-Series A Round) is intended for:

- Professional or wholesale investors.
- Natural capital and agribusiness investors.
- Strategic distribution or value-adding partners.
- Industry participants aligned with long-term platform development.
- Parties seeking early-stage participation in structured sector resets.

Step 2 is not intended for passive short-term speculation. It is structured for aligned, informed participants who allocate / invest in "Natural Capital" and share the long term kaupapa of the Company.

Purpose of this Expression of Interest (EOI)

Its purpose is to:

- Confirm preliminary interest.
- Identify potential Reset Partners.
- Enable structured follow-up discussion.
- Facilitate due diligence engagement.

To recap for clarity – a Step 2 Overview

Total Raise: NZD500,000. Structure:

- NZD250,000 Pre-Campaign Placement.
- NZD250,000 Campaign Underwrite (Escrow Mechanism).

Full terms are outlined in **Addendum 6**.

Engagement Process

Following receipt of an Expression of Interest, we propose to move forward as follows:

1. Arrange a structured discussion (virtual or in person).
2. Provide access to selected supporting documentation.
3. Enter into NDA where appropriate.
4. Provide formal subscription documentation.
5. Confirm allocation at Board discretion.

At all times, participation remains subject to compliance with applicable securities legislation and regulations.



Indicative Information Requested

In order to commence a regulatorily compliant due diligence process, interested parties are invited to provide:

- Name / Entity.
- Jurisdiction.
- Contact Details.
- Nature of Interest (Investor / Strategic Partner / Distributor / Other).
- Indicative Participation Level.
- Preferred Timing of Discussion.

EOI submissions may be made via email to capital@tribalteatree.health

Closing Statement

The Step 2 Pre-Series A Round represents the first structured capital inflection point in a staged agribusiness reset.

Interested parties who believe they may align with the platform's long-term vision are invited to register interest and commence a regulatorily compliant, structured dialogue.

This is an invitation to explore participation in a coordinated sector rebuild.

This **DOC-4005** is merely an invitation to submit an Expression of Interest which upon receipt:

- Does not constitute a binding commitment.
- Does not guarantee any securities allocation.
- Does not create any contractual obligation.
- Is subject to formal documentation.
- Is subject to Board approval.

This document is not an offer of securities.

-CONTACT-

Professional investors seeking to explore participation in the Pre-Series A Round are invited to initiate a confidential discussion with a member of the management team listed below. All engagements are conducted on a private and selective basis. We welcome structured dialogue with parties aligned to long-term supply integrity, disciplined capital deployment, and “Whole-of-Tree” sector development.

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“EHARA TAKU TOA I TE TOA TAKITAHĪ, HE TOA TAKITINI”
“My strength is not as an individual, but as a Collective”

LUKE SHEPHERD – CEO

He Rangatira Whakahaere, He Uri No Te Tai Tokerau

(An Executive Leader, a Descendant of Te Tai Tokerau)

Luke & extraction unit @ farm



*“Ko Luke Shepherd te Kaiwhakahaere Matua o Tribal Therapeutics Ltd, he tangata nō te whenua, nō te moana, nō ngā tīpuna kua huri atu”. His leadership is grounded not only in operational expertise but in a **whakapapa that has been woven into Te Tai Tokerau for nearly two centuries.***

Luke descends from a whānau whose relationship with the whenua of Whangaroa began in the **early 1800s**, long before Te Tiriti o Waitangi was signed. Their farm at **Tauranga Bay Road, Kaeo**, has been worked by his whānau for **190 years without interruption**, making it one of the oldest continuously family-held farms in Aotearoa. This enduring presence reflects a deep responsibility to the land and a commitment to intergenerational

stewardship.

He Hononga Ki Ngā Rangatira o Mua

Luke’s ancestor, **James Shepherd (1796–1882)**, came to Te Tai Tokerau not simply as an agriculturalist, but as someone who lived, worked, and learned alongside the great Rangatira of the time, including **Hongi Hika, Te Morenga**, me ētahi atu. He was protected and supported by these leaders, and in turn contributed to the early development of agriculture within their rohe. These relationships were grounded in respect, reciprocity, and shared purpose. values that continue in the mahi of Luke today.

He Taura Here ki Ngā Whenua Māori o Te Raki

Tribal Therapeutics is built on partnerships with **Māori landowning whānau** who supply the mōhio-rich mānuka and kānuka that form the foundation of our therapeutic products. Luke’s 189-year whakapapa in the rohe creates a natural alignment with these partnerships. He understands:

- the tikanga of the land,
- the importance of mana Whakahaere,
- the **kaupapa that elevates Māori economic futures while honouring cultural integrity.**

His leadership ensures that Tribal Therapeutics operates in a way that upholds mana, strengthens whanaungatanga, and protects the mauri of the resource.

He Kaitiaki mō Tēnei Ara Hou

Luke brings a kaitiaki mindset to Tribal Therapeutics’ extraction operations and future infrastructure development. As a descendant of one of the earliest agricultural innovators in Te Tai Tokerau. A man who walked alongside Rangatira during a formative period in Aotearoa’s history. Luke carries forward a legacy of **innovation, adaptation, and deep relational practice.**

I raro i tōna arataki, ka tū Rangatira a Tribal Therapeutics hei kaupapa hou —**he ara hou i te taiao rongoā Māori, he ara hou mō te whanaketanga o ngā whenua Māori, he ara hou mā ngā uri whakatipu o te Raki.**

(“Under his leadership, Tribal Therapeutics stands with distinction as a new initiative —a new pathway in the Māori healing/medicinal landscape, a new pathway for the development of Māori land, and a new pathway for the future generations of the North.”)

ERIC LLOYD (Ngāti Kahu) – COO & Outsource Founder Shareholder | Māori Biomass Partner | Taonga Supply Lead

Eric welcoming us to Kohumaru



Eric Lloyd (Ngāti Kahu) is the owner of **Kohumaru Taonga Ltd**, a founding shareholder of **Tribal Therapeutics Ltd (TTL)** and the principal Māori biomass partner under TTL's **Business Combination model**.

Eric and his wider whānau are substantial landowners within the **historic Kohumaru Block**, an 11,000-acre, colonial-era landholding that remains the **ancestral tūrangawaewae of the whānau** and the home of **Kenana Marae** of the Ngāti Kahu hapū. These lands contain extensive, harvest-ready stands of **native mānuka and kānuka tea tree**, forming the foundation of Tribal Therapeutics' launch biomass supply.

Whenua-Led Experience and Land Stewardship

Eric has worked the land and farmed for nearly six decades. Beginning in the early 1970s, he was employed by the Crown as part of the team that converted forestry land into pastoral farming, contributing to the establishment of the **2,344-acre Kohumaru Station**, which adjoins his own whenua on Kohumaru Road. This experience shaped his deep understanding of land development, sustainable resource management, and long-term stewardship according to tikanga and kaitiakitanga. For more than 25 years, Eric has held a clear vision for developing a **native tree nursery and agribusiness** on his land. His vision being to create Māori-led, value-added enterprise from native resources. now sits at the core of the Tribal Therapeutics model.

Foundational Role in the Tribal Therapeutics Supply Chain

In support of Tribal Therapeutics' capital-raising and market-entry strategy, Eric has committed to **underwriting the biomass supply** required to produce the first **400 kilograms of mānuka and kānuka oil** for launch. This output will enable the manufacture and shipment of **20,000 retail-ready SKUs** to the company's US distribution facility in the US. At a farm-gate valuation of **NZD300 per kilogram**, this commitment represents a **NZD120k biomass underwrite**, providing certainty of supply and reducing execution risk at the launch phase.

Taonga Supply Leadership

As TTL's Māori biomass partner, Eric works closely with other Māori landowners across Te Tai Tokerau to establish **long-term biomass supply arrangements** under TTL's **Taonga Supply Agreement** framework. This model supports:

- collective Māori participation in value-added extraction.
- recurring income streams for landowners.
- protection of tikanga, mauri, and mana of the resource;
- intergenerational wealth creation grounded in whenua ownership.

A Pillar of the Tribal Model

Eric Lloyd is not simply a supplier. He is a **cornerstone of Tribal Therapeutics' kaupapa and commercial model**. His leadership, whakapapa, and commitment to Māori-controlled supply ensure that Tribal Therapeutics remains authentically grounded in indigenous stewardship while scaling into global therapeutics markets.

Operational Management Profiles

Linda Brink (US Resident Director)

US Market Lead | Natural Healthcare Distribution | Infection Control Strategy

Linda chasing up business



Linda Brink is a US citizen and resident director of Tribal Therapeutics Ltd, responsible for leading the United States launch of the Company's Tribal™-branded New Zealand tea tree oil-based natural healthcare and infection-control product range.

Linda brings more than three decades of international experience across natural health, beauty, distribution, and consumer product marketing, combined with a deep appreciation for provenance, cultural narrative, and market timing.

Global Foundations in Natural Health

The daughter of a Hong Kong based gold and bullion trader, Linda grew up with a global outlook and an early understanding of cross-border trade. After graduating from Damelin College (South Africa) with a degree in Public Relations and Marketing, she opened her first beauty and wellness salon in Johannesburg, followed by two further salons, all focused on the use of natural and plant-based health and beauty products. Migrating to New Zealand, Linda developed the “Tea Tree Manor” brand in the 1990's to support a home-based natural health products business. A venture that introduced her to the Australian natural health sector and, in particular, to Australian tea tree oil-based healthcare and infection-control products, including the Spectrum Herbals range, manufactured in a GMP / TGA-compliant facility in northern New South Wales. During the late '90's, early 2000's, Linda introduced the Australian tea tree oil based health products into the Malaysian marketplace, this period cementing her long-standing expertise in tea tree oil as a therapeutic ingredient.

US Market Insight and Early Crowdfunding Awareness

Returning to the US in 2006, Linda continued working in natural health product distribution as a freelance sales and marketing consultant, using early web-based CRM and digital marketing platforms to support manufacturers and distributors. During this time, she observed:

- The rapid growth in US consumer demand for New Zealand tea tree-derived honey and oil products.
- The power of crowdfunding as a market-entry tool, highlighted by a 2015 Australian honey sector crowdfunding campaign that raised over USD12M in 30 days. A record at the time.

Linda also recognised a critical gap: while mānuka honey was gaining global attention, the true therapeutic potential of NZ tea tree oil — **particularly for infection control** — remained **underdeveloped**. She identified a much larger and more durable opportunity beyond honey alone. The natural infection-control and healthcare sector, now estimated as being a Total Addressable Market (TAM) of USD268B per annum in the United States.

Building a Trans-Pacific Therapeutics Platform

In 2016, Linda relocated to New Zealand and worked with her partner to help establish a NZ tea tree oil production ecosystem under the “Tea Tree Manor” brand. Developed to support the export of an expanding range of natural infection-control products to the US market. Central to

this strategy was the concept of gender specificity and botanical duality — mānuka and kānuka — expressed through a culturally grounded, ethnobotanical narrative. This work laying the foundation for Tribal Therapeutics’ gender-specific product architecture, i.e.:

- “Mānuka for Her”.
- “Kānuka for Him”.
- “Meluka” for Home”.

Together, these products define a new niche within natural healthcare. One that blends ancestral knowledge, modern science, and cultural storytelling into a differentiated therapeutics category.

US Launch and Distribution Execution

For the upcoming **US Series B crowdfunding campaign**, Linda will be based in **California**, her family’s home state and bas of the Company’s **SEC-registered crowdfunding intermediary**. She will oversee:

- US warehousing and fulfilment,
- regulatory-aligned distribution, and
- channel development through an **established distribution facility operating since 2013**, owned by her original, long-standing Australian tea tree oil industry supply partner.

This infrastructure provides immediate access to an existing customer network and materially reduces execution and market-entry risk as Tribal Therapeutics advances toward its planned **US Series B crowdfunding campaign**. The California based distribution facility providing Linda with immediate access to an existing customer base, this representing a significant risk-mitigation advantage as the Company executes its planned follow-on US crowdfunding campaign and broader market expansion.

Value to US Investors

Linda Brink provides Tribal Therapeutics with:

- Experienced US-based operational management / leadership.
- Deep category knowledge in natural healthcare and infection control.
- Proven go-to-market execution capability.
- A compliant, scalable pathway into the US consumer and wellness markets.

Her role is to support the ongoing translation of New Zealand’s culturally grounded tea tree resources into commercially viable, regulated products for US investors and consumers alike.

A Bridge Between Cultures, Markets, and Consumers



As a US citizen, Australian permanent resident and resident in Malaysia for a number of years, Linda plays a pivotal role as the bridge between Aotearoa, Malaysia, Australia and the United States, working with her fellow directors in New Zealand and Australia, translating Māori and Aboriginal ethnobotanical heritage into globally relevant, consumer-ready healthcare products leveraged off a non-replicable cultural narrative. Linda’s experience, market intuition, and deep understanding of natural plant based, infection control remedies, positions her as a key driver of Tribal Therapeutics’ international growth.

Operational Management Profiles

AARON POLLACK – Australian Resident Director

Australian Tea Tree Industry Leader | Sector Reset Strategist | Distribution & Cultural Integration

Aaron on the plantation in AU



Aaron Pollack is the **Australian Resident Director of Tribal Therapeutics Ltd**, bringing deep industry leadership, global distribution expertise, and a culturally grounded strategic vision to the Company's trans-Tasman tea tree therapeutics platform. Based in the **Tucki Tucki region of northern New South Wales**, Aaron is a shareholder, director, and CEO of one of **Australia's oldest and largest tea tree oil enterprises**, with integrated operations spanning cultivation, extraction, manufacturing, and international distribution of therapeutic-grade plant oils.

Industry Experience at a Time of Structural Change

The Australian tea tree oil industry is currently facing **structural and market challenges** — including price compression, commoditisation, over-reliance on narrow scientific positioning, and increasing competition from low-cost global producers. These pressures have weakened margins and diluted differentiation across what was once a premium natural products category. Aaron's leadership within this environment positions him uniquely to help **reset the Australian tea tree sector**, shifting the narrative away from a purely technical or chemical framing toward one grounded in **cultural authority, customary use, and provenance** — a repositioning that aligns directly with Tribal Therapeutics' broader strategy.

A Trans-Tasman Relationship Forged on Whenua

Aaron's relationship with Tribal Therapeutics began in **2019**, when he travelled to Te Tai Tokerau and met with **Eric Lloyd** on the **Kohumaru land blocks**, returning with samples of New Zealand **mānuka and kānuka tea tree oils** for evaluation. For Aaron, whose whakapapa connects him to the **Bundjalung people**, custodians of northern New South Wales for over **30,000 years**, this visit revealed a deep cultural and botanical symmetry between Australian and New Zealand tea trees. It reinforced the concept that these plants are not merely agricultural commodities, but **living carriers of indigenous knowledge and customary practice**.

Commercial Validation and Market Confidence

Following this engagement, Aaron issued an **open Letter of Intent (LOI)** to purchase **4,000 kgs** of bulk Far North Te Tai Tokerau sourced, **NZ mānuka and kānuka oil**, contingent on the commencement of commercial production from the Kohumaru blocks. This LOI which remains in place, provides third-party validation of demand and price integrity for NZ tea tree oils in global markets.

Global Distribution Advisor

Aaron's career includes more than **three decades of senior industry experience**, including **13 years** as **Production and Laboratories Manager** in the Plant Science Division at **Southern Cross University**, and **4 years** as **Technical, Production, and R&D Manager** for Australia's largest tea tree plantation. Within Tribal Therapeutics, Aaron advises on the design of a **global wholesale distribution strategy for bulk oils**, operating alongside the Company's proprietary, branded, retail-ready therapeutics.

Cultural Narrative as Competitive Advantage

With Aboriginal heritage and deep industry standing, Aaron is instrumental in reframing Australian tea tree oil around **30,000 years of customary use**. A cultural narrative that provides authenticity, resilience, and differentiation in a crowded global marketplace. This repositioning creates a **parallel and complementary platform** to Tribal Therapeutics' New Zealand strategy:

- Australian tea tree oils positioned as a **"For Home" infection-control range**, grounded in Aboriginal customary use.
- New Zealand mānuka and kānuka oils positioned as **gender-specific therapeutics**, grounded in Māori ethnobotanical legacy.

Unified under a **single brand architecture**, this trans-Tasman approach establishes a **non-replicable, indigenous-led therapeutics category** unmatched anywhere else in the world.

Strategic Value to Tribal Therapeutics

Aaron Pollack's involvement strengthens Tribal Therapeutics by:

- enabling a **reset of the Australian tea tree industry narrative**,
- unlocking culturally grounded differentiation beyond commoditised science claims,
- providing global distribution depth and pricing validation.
- reinforcing the Company's pathway toward scale through a **US Series B raise** and a **targeted NZX Series C listing**.

Aaron's role is central to ensuring that Tribal Therapeutics is not merely a product company, but the architect of a **new, culturally anchored global therapeutics sector**.

Below – an Australian tea tree plantation



Operational Management Profiles

NICHOLAS IVERSON – Chief Financial Officer (CFO)

Tribal Ecosystem Architect | Capital Strategy & Indigenous Value Alignment

Nic speaking at a Singapore hui



Nic Iverson is the **Chief Financial Officer of Tribal Therapeutics Ltd** and architect of the Company's **capital formation, expansion, and listing strategy**. His role is central to guiding Tribal from early-stage enterprise through structured capital rounds toward a targeted public-market listing, providing investors with a clear exit pathway. An expatriate New Zealander, Nic brings **38 years of international professional experience** spanning **six countries**, including senior leadership roles as a Senior Audit Manager with **Big Four accounting firms**. His career has been defined by complex capital structuring, governance, and the scaling of businesses operating across jurisdictions and regulatory environments.

Capital Strategy Grounded in Global Best Practice

Nic's focus within Tribal Therapeutics is on designing and executing a **disciplined, staged capital program** that aligns company valuation with operational maturity. Drawing on his experience living and working in **Malaysia** developing an "Equity Licensing" based business participatory expansion model and member of the team that launched the "Intellectual Property" board of the Labuan Financial Exchange in Nov 2000 and a financial forensics consultant based in **Silicon Valley**, Nic has adopted the Valley's widely accepted **rounds-based capital model**. A framework that transparently prices each funding stage according to delivery, traction, and risk reduction.

This approach underpins Tribal Therapeutics' pathway from the NZD500K Pre-Series A Round into the NZD2M **Series A** crowdfunding round in NZ, followed by the USD5M **Series B** in the US, (priced at UD1) and ultimately a **targeted 3 : 1 share split** as a lead in to a **Series C**, targeting an IPO within circa two years of the Pre Series A close. While this model is not yet widely applied in New Zealand markets, it is globally recognised as best practice for growth-stage companies.

Whenua-Centred Commercial Architecture

Nic's involvement with the kaupapa began in **2016**, when he returned to New Zealand with Linda Brink to secure access to **New Zealand tea tree oil and honey** for the US market. During this period, he became deeply engaged with the structural inequities that Māori landowners have historically faced in resource extraction models. Particularly the lack of long-term participation in value creation beyond raw supply. Working alongside community leaders and in consultation with **Māori kaumātua over a four-year period**, Nic helped design a **taonga-based supply and ownership framework** that would become foundational to the Tribal Therapeutics business model.

The Five Pillars Framework

From this work emerged the **"Five Pillars" template**. A kaupapa Māori-aligned commercial structure that ensures Māori landowners participate meaningfully and equitably in the value derived from their whenua. The framework integrates:



- **Long-term supply contracts,**
- **Profit-sharing mechanisms.**
- **Direct equity participation.**

While delivering:

1. **Recurring annual income** for whānau and land trusts.
2. **Community reinvestment (tiringa)** aligned with local aspirations.
3. **Intergenerational wealth creation**, grounded in whenua ownership and tikanga-compliant agribusiness operations.

This framework ensures that Tribal Therapeutics' growth is not extractive, but **relational, durable, and culturally legitimate**.

A Strategic Bridge Between Capital and Kaupapa

Nic's contribution sits at the intersection of **global capital markets expertise and indigenous economic values**, flowing over into cultural narrative based, product development and marketing support. He ensures that the Tribal Therapeutics team can engage confidently with sophisticated investors while remaining faithful to its cultural foundations and obligations to Māori and Aboriginal partners. His stewardship of capital strategy, governance, and investor alignment completes the management team assembled through the Tribal Therapeutics' **Business Combination model**. A collective of leaders whose intellectual capital, lived experience, and cultural respect are aligned to **reset the NZ tea tree agribusiness sector** on a foundation of equity, integrity, and long-term value creation.

Important Notice and Disclaimer

This document has been prepared by **Tribal Therapeutics Ltd** for the sole purpose of inviting selected parties to **express an interest** in entering into confidential discussions (*kōrero*) with the Company regarding potential participation in one or more of the capital Rounds as illustrated in Addendum 1 herein.

Not an Offer of Securities

This document **does not constitute**, and must not be construed as, an offer, invitation, solicitation, or recommendation to acquire or dispose of any securities in New Zealand or any other jurisdiction. No offer of securities is being made under this document for the purposes of the **Financial Markets Conduct Act 2013 (FMCA)** or any equivalent overseas legislation. Any offer of securities, if made, will only be made pursuant to appropriate offer documentation and in compliance with all applicable laws and regulations.

Expression of Interest Only

Any response to this document will be treated as a **non-binding expression of interest only**. An expression of interest does not create any obligation on the part of Tribal Therapeutics Ltd to proceed with any transaction, nor does it create any obligation on the part of the respondent to invest. If progressed, participation in any capital Round, will be subject to:

- further discussions and mutual agreement,
- completion of satisfactory due diligence,
- formal documentation, and
- any necessary regulatory approvals or exemptions.

Forward-Looking Statements

This document contains forward-looking statements relating to future intentions, plans, strategies, and potential outcomes. These statements are based on current expectations and assumptions and involve risks, uncertainties, and other factors that may cause actual results to differ materially. No representation or warranty is made as to the accuracy or completeness of such statements.

No Investment Advice

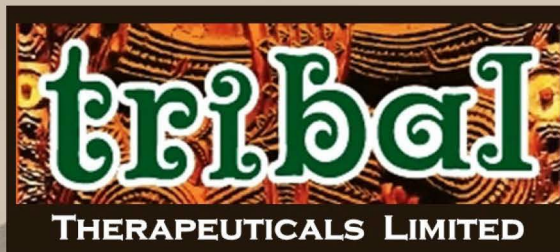
Nothing in this document constitutes financial, legal, tax, or investment advice. Recipients are responsible for making their own independent assessment of the information provided and should seek their own professional advice before entering into any discussions or arrangements.

Confidentiality

This document is confidential and has been provided solely for the purpose described above. It must not be copied, distributed, or disclosed to any non-qualifying third party without the prior written consent of Tribal Therapeutics Ltd.

Kaupapa and Intent

This Expression of Interest is issued in good faith as part of an invitation to explore potential partnerships in a kaupapa that seeks to **reset the New Zealand tea tree agribusiness sector** through indigenous-led value creation, cultural integrity, and long-term commercial sustainability.



Creating a NZD1B+ industry in Aotearoa/NZ.

(Turning NZ tea tree goldmines into diamond mines).

*“Gender specific **therapeutics**”*

A groundbreaking shift in NZ’s Tea Tree agribiz sector.”

This is more than an investment opportunity; **it’s a revolution in the New Zealand and Australian tea tree agribusiness sector.**

NZ’s move to cultivate mānuka and kānuka, has seen our tea tree emerge as amongst the most revered and valuable plants in the world. Yet, despite their global recognition for honey and therapeutic oils, the **phenolic-rich potential** of these native plants remains totally untapped.

Tribal Therapeutics Ltd. aims to unlock this untapped potential, offering New Zealand the opportunity to lead the next wave of natural wellness innovation through global trust in our provenance.

By expanding beyond traditional honey and oils to introduce **high-value phenolic compounds** extracted from mānuka and kānuka hydrosols, we are about to change the face of New Zealand’s agribusiness sector forever. This venture will provide new revenue streams for Māori landowners, contribute to the growth of the natural wellness market, and position New Zealand as an innovative leader in the emerging field of bioactive wellness products.

This is your chance to invest in a first-to-market opportunity that combines modern day science with the rich cultural heritage of New Zealand’s indigenous communities. Join us as we embark on a game-changer journey for both the New Zealand agribusiness sector, and the global wellness market as we empower local communities, transform industries and redefine the global tea tree market in New Zealand and Australia.