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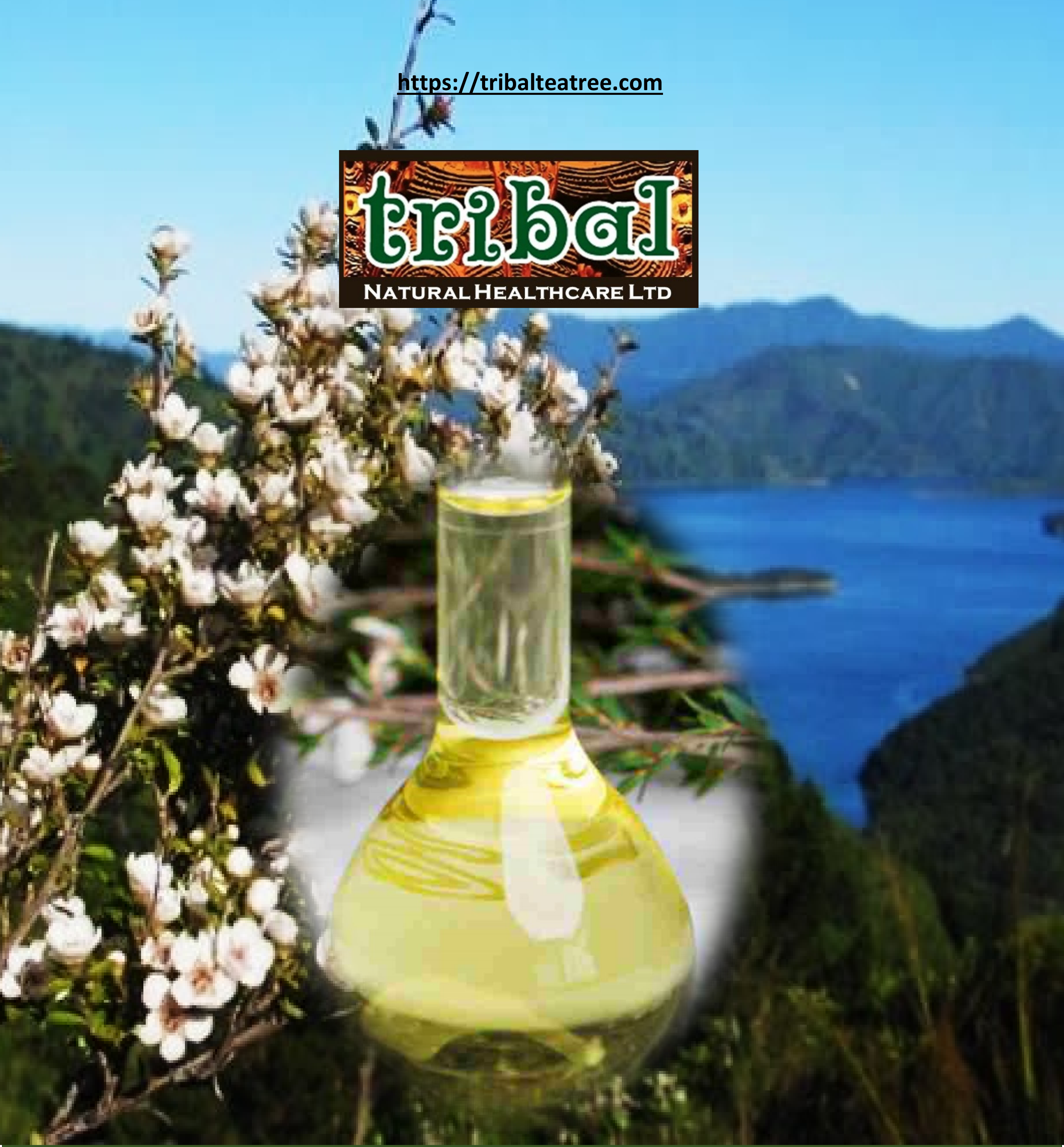
tribal NATURAL HEALTHCARE LTD



Product Export Launch Partner

Expression of Interest for placement of up to 1,300,000 secondary shares by way of a Pre-Series A placement. This document is an Expression of Interest for a secondary share sale to qualifying investors in the Company's NZ tea tree agribiz project. It is not an offer or placement of new securities

DOC-1888

From the NZ project office of Luke Shepherd, Eric Lloyd, Nic Iverson, ecosystem founding directors.
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Our Vision. The Market Opportunity

The strategy of Tribal Natural Healthcare Ltd is to capitalize on a **unique intersection of ancient healing wisdom, natural product innovation, and scalable manufacturing capacity** to become a regional leader in the natural infection control health product (NIC) market. At the core of our strategy are the powerful Manuka, Kanuka, and Meluka tea tree oils, sourced from New Zealand and Australia. These oils, revered for their antimicrobial, anti-inflammatory, and therapeutic properties, are rooted in centuries of Māori and Aboriginal wisdom—making them the ideal foundation for a premium, heritage-based wellness brand.

Market Opportunity:
The infection control market is growing rapidly. Currently valued at USD268B PA, increasing consumer demand for safe, effective and natural health solutions places Tribal Health in a prime position to leverage the growing shift toward clean, sustainable products.

The Multi-Stage Acquisition Strategy
We have developed a strategic three-phase acquisition model to scale the Company's operations. Each stage is designed to maximise value, facilitate organic growth, and establish a robust infrastructure that will position the company for global dominance in the NIC sector.

PHASE 1: NZD325K Pre-Series A Round – Increase production capability.

We are seeking **NZD325K in our Pre-Series A** round to take the next step in our growth strategy. This capital will enable us to:

1. Expand production capacity in New Zealand enabling the company to undertake bulk oil production so as to fulfil larger orders in the pipeline.

2. Drive the business toward Series A funding, which will unlock a NZD6.6M round to further scale operations, increase manufacturing capacity and enter the USMCA market through the acquisition of a distribution facility in Valencia, California.

PHASE 2: NZD6.6M Series A Round – Scaling Distribution and Expansion

Post deployment of the Pre-Series A funds, we will launch the NZD6.6M Series A round. The focus being to:

1. Acquire a Natural Health Product Distribution Facility in Valencia, CA—strengthening our foothold in the USMCA region and mitigating investor risk.
2. Expand New Zealand extraction capacity for Manuka and Kanuka oils to ensure we can meet the growing marketplace demand.
3. Prepare for broader retail distribution in the US and internationally, focusing on increasing visibility and access to our product lines.

PHASE 3: NZD10M Series B Round – Acquisition of AU GMP/TGA Manufacturing Facility

The Series B round (NZD10M) will enable us to acquire an established GMP/TGA-certified manufacturing facility in Northern NSW, Australia which has a 40-year trading history in the manufacture of natural infection control products. Why This Acquisition Matters:

- It adds proven manufacturing capabilities and FDA-compliant production processes for the development of finished products from bulk tea tree oils.
- The facility’s long-established reputation in the NHP sector provides a strong platform for scaling up production volumes and adding more value to the oils sourced from New Zealand and Australia.
- It gives us direct access to Australian markets and enhances the regional supply chain, ensuring cost efficiencies and quick access to finished products for both local and international markets.

EXIT STRATEGY – Listing on the NZX or ASX

The Series B round will also set the stage for a Series C round and eventual public listing, potentially on the New Zealand or Australian Stock Exchange.

A listing on either exchange will allow us to unlock substantial liquidity, facilitating further acquisitions, product innovation, and global growth.

IN CLOSING: A Groundbreaking Opportunity in Natural Infection Control/Wellness

In the broader USD268B infection control market, our strategy stands out by combining cultural heritage with tangible therapeutic outcomes. Most infection control products are highly clinical, mass-produced, and often lack the kind of storytelling and purpose-driven appeal that we offer as a **unique, multi-stage investment opportunity** in the natural wellness / infection control market.

- By acquiring and scaling essential manufacturing and distribution assets, we are positioning ourselves to lead the global NIC market—particularly in the USMCA region and Australia.
- The **Pre-Series A round** will help us meet early stage orders, setting the stage for **increased production**, and allowing us to take our **high-quality Manuka, Kanuka, and Meluka oils** to the world stage.

This is a pioneering opportunity to be an investor in the natural health revolution, with substantial upside potential, a clear path to **global expansion**, and a viable **exit strategy** through **public listing**.

We invite you to join us on this journey toward building a **global natural wellness brand** that will stand the test of time.

THE PLACEMENT

The Company will apply the funds from this Round to the launch of its bulk oil sales to its Australian based global distributor.

Pre-Series A placement -open to qualifying parties:

- Total: **NZD325k (USD195k)**
- 13 parcels of 100,000 shares priced at **NZD0.25 (USD0.15)** per share
- Parcel cost: **NZD25k (USD 15k)**
- Planned 4 : 1 pre IPO share split – increases single parcel hold to **400,000** shares.
- Three year price target **NZD2.12** per share.
- Values NZD25k (USD16k) entry cost at **NZD848k (USD508k)** if three year price target met.

NZ LAUNCH PARTNER GROUP – PRICED AT NZD0.25C PER SHARE.

This is a non-warranted, forward looking statement. Investment risks will apply. **TABLE 1**

Partner	Shares	Per Share	Quantum	Post Split	Target Price	M Value
E Partner !	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
E Partner 2	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
E Partner 3	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
E Partner 4	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
E Partner 5	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
Chair	100,000	NZD0.25	NZD25,000	400,000	NZD2.12	NZD848,000
TOTALS	**1,300,000**		**NZD325,000**	**5,200,000**		**NZD11,024,000**

NOTES

The shares acquired above are secondary shares assigned by Tribal Health Corp, (TRC) to the incoming Launch Partner / Showcase investor(s).

No share dilution occurs with this assignment.

The Chairman will be offered a directorship of the Company as an independent director until the 1st AGM of the Company at which time, they may put their name forward for re-election.

The chairperson role envisages an investment of 8 parcels @ NZD25k (USD15k).

FOLLOW-ON SERIES A NOTE

Having now filed an application to approve our follow-on **NZD 6.6M (USD 4M) Series A Round** for listing on the ***"Invest-NZ Live Deals Board"***, If the "Live Deals Board" application is approved, then our Series A Round would become an "approved" investment for foreign investors seeking **Residency-by-Investment (Golden Visa)** in NZ (threshold = NZD 5M, our raise = **NZD 6.6M**).

SHAREHOLDER SUMMARY – POST SERIES A & B ROUNDS

PROPOSED PRE-CAPITAL RAISING TNH SHAREHOLDING

The planned shareholding of TNH and its directorate will be representative of the Business Combination partners whose collective input creates the ecosystem that will deliver a natural healthcare company, operating in NZ, AU and the US. The forecast post Series A and B Rounds shareholding of TNH will be as follows:

FOUNDERS/MANAGEMENT	SHARES	%	FUNCTION
Tribal Health Corp ("TRC")	1,000,000	15%	AU Production / US Distribution.
Essentially Bay of Islands Ltd	1,000,000	15%	NZ Oil Extraction Partner.
Kohumaru Taonga Ltd (as nominee)	1,000,000	15%	NZ Oil Biomass Supply Partners.
NZ Showcase USA Inc	500,000	8%	Endless Summer Series Partner.
Incrementum Ltd	300,000	4%	NZX Advisory.
TRC – VAMS Provider allocation	1,500,000	15%	Group Management Providers.
TRC – Product Launch allocation	1,300,000	20%	Pre Series A Placement.
PRE-SERIES A & B TOTAL	**6,600,000**	100%	

The proposed shareholding of TNH, post Series A and B Rounds is as follows:

NZD6.6M SERIES A ROUND			**NZ OPERATIONS**
Pre Series A & B as above	6,600,000	28%	Founder Shareholder Group.
PLUS			
Series A Production Partner	6,600,000	28%	L&B / Arthouse/extraction launch.
POST SERIES A GROUP TOTAL	**13,200,000**	56%	
PLUS			
NZD10M SERIES B ROUND			**AU-US OPERATIONS**
Series B Endless Summer Program	10,000,000	44%	AU-Production US Distribution.
POST SERIES A & B TOTAL	**23,200,000**	**100%**	
PRE-IPO SHARE SPLIT X 4:1	**92,800,000**	82%	
Plus			
IPO	**20,000,000**	18%	Public shareholding.
TOTAL SHARES ON ISSUE	**112,800,000**	100%	
X forecast trading price (end year 2)	**$2.12**		
= Forecast Market Cap	**$239,136,000**		

This is a non-warranted, "Forward Looking Statement" Investment / market risks attach.

CONTACT US

FMCA Qualifying parties seeking further information on this Pre Series A Round, are invited to contact our team as per below.

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Eric Lloyd – Director, Kohumaru Taonga Ltd – **Biomass supply / Māori landowner liaison.**
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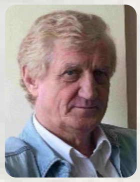

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TERMS AND CONDITIONS OF THE SECONDARY PLACEMENT DISCUSSED HEREIN

All shares assigned to qualifying Angel investors will be assigned to and accepted by an Angel puchaser thereof on the same terms and conditions as apply to primary issue shares to be placed under the NZD6.6M Series A Round. Full details of which are set out in **DOC-1883,** the Private Placement Memorandum issued by Tribal Natural Healthcare Ltd. A copy of which will be made available to qualifying parties only for due diligence process.

DISCLAIMER

This is not a public offer of secondary shares.

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Private Sale of Existing Shares – [Tribal Natural Healthcare Ltd]

This brochure refers to the proposed offer for sale a parcel of **existing shares** in Tribal Natural Healthcare Ltd, a privately held company incorporated in New Zealand. These are **secondary shares** currently held by US incorporated, Tribal Health Corp, the founding shareholder who plans to reinvest the proceeds into meeting capital raising costs. This is **not an offer of new shares** by the company.

The shares may be of interest to qualified investors who are familiar with early-stage or growth-stage investments and who can conduct their own due diligence.

This communication is being made solely to **wholesale investors** or **eligible persons** as defined under the Financial Markets Conduct Act 2013. It is not a public offer.

If any qualifying party has an interest in discussing the opportunity further or receiving more details please contact Nic Iverson or Luke Shepherd at the addresses as shown on Page 5 herein.