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Bringing **endless summers** back to NZ

5/24/2025

# NOTICE OF PRIVATE PLACEMENT MEMORANDUM USD480,000

NZ Showcase USA Inc. (A FL Dom C Corp)



## “Showcase Partner” Invitation

Promoted in NZ by Old NZ Packhouse Campus Group Ltd to help create access to Foreign Direct Investment (FDI) into Emerging Growth Companies, (EGC) in regional NZ, sourced through an “Invest in NZ” Showcase in Florida, USA.

M e m b e r o f

NZ CHAMBERS OF COMMERCE  
**North Chamber**



*“The Endless Summer returns to NZ. The Islands of Stability”*



# ‘THE ISLANDS

A work session at the AANZ Crossroads ‘24 session held in Wellington in October ‘24 affirmed this fact for NZ companies.....

*“Capital Raising in the USA is absolutely transformative”.*

# STABILITY’

**A deliverable US Baby Boomer demographic, tax efficacious “Substantial Presence Test” friendly, NZ “Residency-By-Investment” ecosphere.”**

**(“Baby-Boomers” - Owners of 50% of all US Personal Wealth)  
(i.e. circa USD84T)**

# OUR NZ INVESTMENT SHOWCASE IN FL.



Concept render only

SEC Reg D Exempt Offer

## The Placement.

### USD480,000 / NZD800,000 Sponsor Round

(US Rule 501, NZ Wholesale Investors only)

SEC Rule 504, Regulation D exempt placement of 800,000 shares in “NZ Showcase USA Inc” (the “Corp”) priced at USD0.60c per share in 80 parcels of 10,000 shares costing USD6,000 per Parcel and delivering an 83% ownership stake in the Corp in the event of full subscription. Above average, non-warranted ROI is forecast for qualifying persons / parties who participate in the Placement.

Helping Innovative, NZ Emerging Growth Companies (“EGC”) raise “transformative” capital in the US through our “Invest in NZ” Showcase.

As an “Invest In NZ Showcase Partner” Shareholder, you can help them to access this capital in NZD5M tranches via our “Endless Summer” concept, “Residency-By-Investment” packages taken up by the US Boomer gen.

### WHY THE BOOMER GENERATION?



#### NOSTALGIA

Because an endless summer concept evocatively resonates with this generation who having emphasized change, now focus on intergenerational transition.

#### MONEY

Because by 2045, the collective Silent / ageing Boomer generation will transfer a reported USD80T+ in intergenerational wealth. The largest in human history.

#### LIFESTYLE DIVERSIFICATION

Because age is only a number, Boomers will diversify their asset base to create lifestyle diversity through cross-border projects that deliver endless summers.

#### SAFETY

Because of increasing global risks and threats, the Boomer generation is looking to acquire sanctuaries in countries like New Zealand that enjoy low threat levels.

DOC-8110 "The Islands of Stability" copyright. NZ Showcase USA Inc. FL USA

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# Placement Program

## 800,000 Listing Sponsor Shares @ USD0.60 each

**NZ Showcase USA Inc** (“NZUS”) was incorporated in Florida on July 3<sup>rd</sup> 2024 to operate a permanent “Invest in NZ” Showcase in Ft Lauderdale. Two development phases are forecast with the Showcase operational capital formation / expansion template structured into 80 parcels of 10,000 shares priced at USD0.60c per share for a single parcel entry cost of USD6,000 as follows:

### PHASE 1 – OPENING

#### ON ISSUE-160,000

(1) **SHOW CASE FOUNDER** 160,000 shares at a stated value of USD0.625c per share. (17%)

#### TO BE ISSUED-800,000

(2) **SOFT LAUNCH** 160,000 shares priced at USD0.60c per share, USD96,000. (17%)  
*16 Parcels NZ Showcase Partners – NZ Listing Product procurement.*

(3) **FULL LAUNCH** 640,000 shares priced at USD0.60 per share, USD384,000. (66%)  
*64 Parcels US Showcase Partners – US Investor procurement.*

### PHASE 2 – BUILDING ACQUISITION

This provides for the outright purchase of the Showcase building and undertaking a wharenui concept upgrading. Assuming completion, it is forecast that a total of 80 parcels of 10,000 shares will be held by the Showcase Launch Partners, 16 by the Founders and 70 by the incoming property owners, increasing the shares outstanding to 1660,000. This delivering what will most likely be the first/only private sector owned business in the US promoting NZ investment through a dedicated Showcase located in the heart of a millionaires playground. While any such issue would be dilutive, assuming delivery of the trading assumptions, all Showcase shareholders are forecast to earn an above average ROI as indicated in the Table below.

#### ROI

All profits generated through the Showcase operations will “passthrough” tax free at source in the US, back to all shareholders in direct proportion to their shareholding in NZUS.

Post Phase 2 Expansion - Forward Looking Statement (not warranted)

PASSTHROUGH INCOME FORECAST	Parcels	Year 1	Year 2	Year 3	Year 4	Year 5
<b>Showcase EBITDA in USD</b>		<b>1,675,278</b>	<b>3,372,164</b>	<b>3,540,772</b>	<b>3,717,811</b>	<b>3,903,701</b>
Showcase Founder return	86	871,144	1,753,525	1,841,201	1,933,262	2,029,925
Showcase Investors return	80	804,133	1,618,639	1,699,571	1,784,549	1,873,777
Total shares per parcel	#	10,000	10,000	10,000	10,000	10,000
Investor cost per Parcel	USD	6,000	6,000	6,000	6,000	6,000
Investor cost per share	USD	0.60	0.60	0.60	0.60	0.60
USD passthrough income per share	USD	1.00	2.02	2.12	2.23	2.34
Return per Parcel (not warranted)	USD	10,052	20,233	21,245	22,307	23,422

Due to the operational structure of the Showcase, the roles of both US and NZ Showcase Partners within the structure and the dilutive effect of share issuance, the Corp is not authorized to accept over-subscription beyond 1.66M shares.



# PPM Forecast Income Assumptions

The assumptive forecast income in years 1 and 2 per each USD6,000 Sponsor share parcel proposed for placement through **DOC-8218**, (the **Private Placement Memorandum - "PPM"**) is based on the delivery of the trading results as set out in Tables 2 & 3 below.

## CORE ASSUMPTIONS

- ❖ That the NZ Listing Sponsors will originate sufficient investment stock for ASP / EGC packaging / listing.
- ❖ That the average package value will be USD5M each year. (*Conservative approach*).
- ❖ That it will take six months for the first package to close. (*Pipeline building*).
- ❖ That one package per month will follow thereafter. (*USD60M PA*).
- ❖ That no allowance has been made for inflation.
- ❖ That passthrough income is tax free at source.

This is a non-warranted, "Forward Looking Statement" to which investment risks apply

**TABLE 2**

THE SHOWCASE FDI PACKAGE SALES ASSUMPTIONS						
Figures in USD		YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
Average Package Placement Value		5,000,000	5,000,000	5,000,000	5,000,000	5,000,000
Number placed (Start month 6)		6	12	12	12	12
Total Packages Value per above		30,000,000	60,000,000	60,000,000	60,000,000	60,000,000
Trading figures as per tables		30,000,000	60,000,000	60,000,000	60,000,000	60,000,000
FEES on adopted values		3,000,000	6,000,000	6,000,000	6,000,000	6,000,000
US Showcase	6%	1,800,000	3,600,000	3,600,000	3,600,000	3,600,000
NZ Origination	4%	1,200,000	2,400,000	2,400,000	2,400,000	2,400,000
<b>Foreign investment in NZD</b>	<b>0.6</b>	<b>50,000,000</b>	<b>100,000,000</b>	<b>100,000,000</b>	<b>100,000,000</b>	<b>100,000,000</b>

This is a non-warranted, "Forward Looking Statement" to which investment risks apply

**TABLE 3**

THE SHOWCASE FORECAST TRADING STATEMENT						
		YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
Sponsor Capital Entry		480,000	0	0	0	0
<b>Showcase Marketing Fees</b>	<b>10%</b>	<b>3,000,000</b>	<b>6,000,000</b>	<b>6,000,000</b>	<b>6,000,000</b>	<b>6,000,000</b>
<b>Cash generated</b>		<b>3,480,000</b>	<b>6,000,000</b>	<b>6,000,000</b>	<b>6,000,000</b>	<b>6,000,000</b>
<b>Deduct Showcase costs</b>		<b>1,773,500</b>	<b>2,615,500</b>	<b>2,615,500</b>	<b>2,615,500</b>	<b>2,615,500</b>
Showcase Launch Costs		358,000	0	0	0	0
Showcase Operating Costs		215,500	215,500	215,500	215,500	215,500
<b>NZ Listing Sponsor Payments</b>	<b>4%</b>	<b>1,200,000</b>	<b>2,400,000</b>	<b>2,400,000</b>	<b>2,400,000</b>	<b>2,400,000</b>
Showcase Operating Surplus		1,706,500	3,384,500	3,384,500	3,384,500	3,384,500
Deduct working capital retention		31,222	31,222	31,222	31,222	31,222
<b>Passthrough balance (Table 1)</b>		<b>1,675,278</b>	<b>3,353,278</b>	<b>3,353,278</b>	<b>3,353,278</b>	<b>3,353,278</b>
<b>Passthrough income per parcel</b>		<b>10,052</b>	<b>20,233</b>	<b>21,245</b>	<b>22,307</b>	<b>23,422</b>

## IMPORTANT NOTE

1. This Notice does not constitute an offering / placement of shares in NZ Showcase USA Inc, a Florida Corp.
2. The offering / placement is available only through DOC-8218, the Private Placement Memorandum, "PPM".
3. The PPM is available upon request to qualifying parties only.
4. Inflation has not been taken into account.

## SHOWCASE SPONSOR-OWNER (SSO) BENEFITS

*“Hi there, Linda logging in again. Here is a list of some of the tangible benefits that Showcase Sponsor / Owners will enjoy when partnering with me in sunny Florida. Yes, the Florida Keys is a great place for holiday break when you drop into Florida on business. BTW, first stop off the Overseas Highway, (US1) is for sundowners in “Key Largo” followed by dinner at the “Morada Bay Beach Club” in Islamorada!”*



Florida Keys  
2015

- Permanent US Office** The Showcase program delivers a permanent US sales, marketing and admin office address for an SSO.
- Unbeatable Location** Located on SE 17<sup>th</sup> St, the main arterial leading directly out of downtown Ft Lauderdale into the marina district and the tropical beaches of South Florida, the Showcase delivers a premium location. Surrounded by bars, café’s hotels, restaurants, tourist shops, cruise liner terminals, yachting industry goods & services support stores, pedestrian traffic is constant, 365 days a year.
- Highly Affluent** With more than 50,000 registered pleasure craft moored in 100 plus marinas in the Ft Lauderdale area, ranging from USD200M mega- yachts\* to the smaller cruise launches, the area boasts considerable personal affluence in terms of both UHNW / HNW yacht owners, the visitors/guests of these owners and the larger body of tourists that flood the Ft Lauderdale area all year round.
- Qualified Prospects** Starting with the publicity that the showcase will create in both print and digital media during its fitting out / pre-opening stage, the opening function and ongoing marketing of the Showcase through social and traditional media channel partners, the Showcase will draw an increasing number of visitors who become “Investor Prospects” for Showcase product Listing Sponsors in Regional NZ.
- Investment Strength** The SSO package is backed by **(1)** an interest in the freehold owning property company, **(2)** ongoing cash flow from the pooled, Showcase investment marketing / introductory fees, **(3)** ongoing commissions payable in respect of deals where the SSO was also the Showcase product Listing Sponsor.
- ROI** Based on current modelling, an SSO is forecast to **(1)** recover their entire investment within two years, **(2)** enjoy circa 168% PA ongoing ROI on the original investment, **(3)** convert shares to equal value partnership rights when the Showcase Corp converts to a “passthrough” LLC post passing of title ownership in the property to the Showcase owning Corp.

\*..The.main.mega.yacht.mooring.pier.is.only. ① 66.yds.from.the.Showcasei

# Our Timing is Pretty Good!

*"I am confident we are now on the road to recovery, but recovery isn't enough. We have to go for growth. **We need a lot less no and a lot more yes.** We need to make it easier for farmers by focusing on commercialization of scientific breakthroughs. We need more foreign direct investment to stimulate new startup industries in New Zealand. We are going for growth."*

At face-value, these statements made by Chris Luxon on January 24<sup>th</sup> 2025 appear to portend sweeping changes and restructuring of the Government departments responsible for supporting the entry of FDI into NZ. Long overdue change that should encourage the private sector to undertake supportive activity that attracts FDI into New Zealand for injection into our Emerging Growth Companies, "EGC".

**Here is my open reply to the PM's abovesaid korero.....**

Dear Prime Minister Chris Luxon,

I recently had a korero with the CEO of the LA based company that owns and licenses the intellectual property rights to **"The Endless Summer"**.

During our chat, the CEO told me that he would like to produce a New Zealand focused sequel to that iconic '60's era movie and asked me to make some inquiries re any central or regional Government support that may be available to support the production of an "Endless Summer" sequel.

One that would put NZ right back on the map for the '60's Boomer generation in the USA who now have the wealth to make serious investments into the NZ economy as part of their own lifestyle / asset diversification strategy.

It would help to build interest in NZ among my fellow American Boomers who by investing here and observing kaitiakitanga protocols, will setup and enjoy **"intergenerational endless summers"** between the US and NZ.

So c'mon Chris let's catch this wave, explore an "Endless Summer" sequel and goofy foot this huge pipeline of FDI into NZ. And no wipeouts. OK?

"Hi Five" .... Linda.

*In fact, our timing is very good. So regardless of your politics, wealthy people are on the move.*

**‘TEST-THE-WATERS’ CAMPAIGN – USD515M (NZD850M) IN JUST 90 DAYS.**

Noting way back in early 2024, that Trump was leading Biden in the opinion polls and may win the Presidency, Linda asked our office manager to run a “**Test-The-Waters**” campaign through our shop-window to gauge the likely interest of HNW Americans purchasing NZ agribiz assets (e.g. orchards) as lifestyle sanctuaries priced from USD5M+. Running Feb-May ’24, the “Expression of Interest” campaign drew 131 people into the shop with 101 of them asking us to let them know when we “**had stock to sell**” in the Showcase window.

**THE MATHS THEN:** Take 101 x USD5M = **USD515M**, i.e., circa **NZD850M** at a .6 forex rate.

**AND TODAY?** Based on Trump’s ongoing actions and the snippets below of headlines since Trump was elected President, maybe double this number.

**THIS SUGGESTS:** That with live product available through the Showcase, a doubling of this number would take the value of potential HNW investor interest to over **USD1B**, Circa **NZD1.66B** in FDI looking to come into NZ under our “Endless Summer” investor-visa residency packages.

**18,000 Americans look into moving to NZ the day after Trump won**

Tom Hunt | The Post

November 9, 2024

Share

- ❖ 77M Americans voted for Trump
- ❖ 75M Americans voted against Trump.
- ❖ Proving the even divide in America today.
- ❖ Many now want to leave America.
- ❖ Let them come, invest ‘n live in NZ.



**Americans are flocking to expat websites after the election: 'They want out, fast'**

Published Thu, Nov 7 2024 2:05 PM EST

Jennifer Liu



**WITHIN 3 MONTHS OF MY OPENING THE SHOWCASE, IT WILL BE A HIVE OF “INVEST IN NZ” SANCTUARY SEEKING ACTIVITY WITH DEALS STARTING TO CLOSE FROM A GROWING PIPELINE!**

# BRINGING US "SANCTUARY CAPITAL" TO NEW ZEALAND

## AMERICAN INVESTORS HAVE BEEN BEHIND MANY AGRIBIZ SUCCESS STORIES IN NZ

### NEW ZEALAND'S NEW YORK DOYEN

Was the late Julian Robertson, founder of Tiger Management whose early investments in NZ included his 1995 purchase of a working sheep farm in the Bay of Islands area of the country. An investment that appeared to motivate one of his "Tiger Cubs" to similarly invest in New Zealand's agribiz sector with the purchase a working sheep and cattle farm south of Gisborne. John Griffin, founder of Blue Ridge Capital in NY, bought Nick's Head Station in 2002.

Since then press reports over the years show that John has accomplished much in terms of his long-term plan to re-establish native flora and fauna on the property. A winner of awards for both his commitment to environmental restoration & architecture in the design of his personal sanctuary, he has also invested significantly into the Station, purchasing adjoining farms, becoming a significant employer in the area as his agribiz interests expanded.

## DEMONSTRATE A BENEFIT TO NEW ZEALAND'S ECONOMY

### FOREIGN OWNERSHIP OF NZ LAND

All land over 5ha requires Government approval. Farms and orchards are classified as "sensitive land" and require approval of the Overseas Investment Office where the land area exceeds 5ha. Typically, foreign investors acquire NZ assets through one of two avenues to secure approval. Both requiring an investor to demonstrate how their proposed investment will benefit NZ.

### IMMIGRATION INVESTMENT ROUTE

Comes with a residency requirement. As from 09/22 the Investor Residence Visa program requires an investment of NZD15M. Reduceable to only NZD5M provided it is put into a Govt approved private company needing early stage capital. However this comes with a lengthy residency commitment.

### BUSINESS INVESTMENT ROUTE

No residency requirement. However the investment will be subjected to close scrutiny with emphasis on what contribution an investment will contribute to the nation's economy. Our Agribiz Sanctuary investments are structured to enable a foreign investor to have the "best of both worlds".

## INTERGENERATIONAL BENEFIT

An NZ agribiz sanctuary investment ticks every box in the "benefits to economy" check list. It does this through its expansionary social impact delivery measured in terms of (1) sustainable recurring income for Grower-Producer tribal families, (2) wealth formation, (3) access to capital for rural agribiz growth, strongly espoused by the NZ Government.

[gisborneherald.co.nz](http://gisborneherald.co.nz)

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### Jet belongs to Nick's Head owner

Published January 21, 2016 10:54PM

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US Financier John Griffins Bombardier Global 6000 at Gisborne Airport ,



Just a 10 hour flight in a private jet across the Pacific pond to your NZ sanctuary



Gas up! Get comfortable! Let's Go

1. Entry ease via US Dom C Corp.
2. Delivers Flexible Optionality.
3. Drives Capital Growth.
4. Creates US-NZ employment.
5. Builds two businesses (a) NZ export (b) US import.



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So let's close this deal ....