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Natural Infection Control A USD263B PA Healthcare Sector

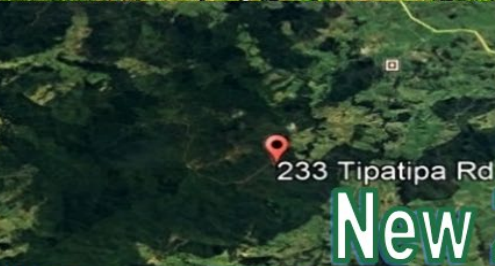
Natural Therapeutic Remedies



Australian Production



US Distribution



233 Tipatipa Rd



New Zealand Production



1,000 years of healing in a bottle

SERIES A ROUND – NZD6.6M

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

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Nic Iverson -NZ Resident Director

Tribal Natural Healthcare Ltd

7/8/2025

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SERIES A ROUND INTRODUCTION

OWN A NATURAL INFECTION CONTROL ECOSYSTEM FROM SHIP TO SHELF
USD263B PA TOTAL ADDRESSABLE MARKET (“TAM”)

THE SERIES A ROUND INVESTMENT

An issue of 6,600,000 Series A shares in NZ incorporated Tribal Natural Healthcare Ltd (“TNH”) priced at NZD1 per share, delivering a 50% interest to an “Anchor Partner” who can play a significant role in the company’s operations both within New Zealand and in the export market.

PROPOSED TNH SHAREHOLDING

The 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, initially operating in the NZ and the US. Expansion into Australia is planned. The proposed, post-money shareholding of TNH is as follows:

COMPANY	SHARES	FUNCTION
Anchor Partner (Series A)	6,600,000	Group Management
Tribal Health Corp	4,000,000	US Distribution
Essentially Bay of Islands Ltd	1,000,000	Oil Extraction
Kohumaru Taonga Ltd	1,000,000	Oil Biomass Supply
Nash Kelly Ltd	600,000	Marketing Support
TOTAL	13,200,000	

NZX LISTING – A POTENTIAL PATHWAY

Assuming closure of the **Key Contracts** as listed in this EOI, it is proposed that within two years, TNH undertake (say) a 4:1 share split and then raise by way of pre-NZX compliance listing placement through the **US Showcase** of a Series B Round issue of 10,000,000 shares priced at **USD0.75c** per share under the “**Residency By Investment**” NZ investor visa program. This giving the company a pre compliance total of **62.8M** shares targeting NZ compliance listing value of **NZD3.48** per share in year three with a market cap of **NZD218.7M**.

KEY CONTRACTS

Delivery of the harvesting, extraction, value adding and shipment to the Valencia, CA distribution center requires closure of the following contracts:

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

2. Purchase Agreement	NZ factory site (<i>Production / Retail</i>)	NZD2,900,000
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3. Purchase Agreement	NZ Extraction Equipment (<i>Production</i>)	NZD500,000
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4. Project Fees	NZD100,000
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CAPITAL DEPLOYED – SUB TOTAL	NZD3,500,000
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5. Cash Balance on Hand	NZD3,100,000
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CASH DEPLOYMENT

Extraction equipment installation at 2206 SH10	NZD 200,000
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First Wholesale shipment to US (20,000 SKU's)	NZD 518,000
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Harvesting Hub equipment (Māori Partners)	NZD 500,000
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Working Capital Retention	NZD1,882,000
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TOTAL	NZD6,600,000
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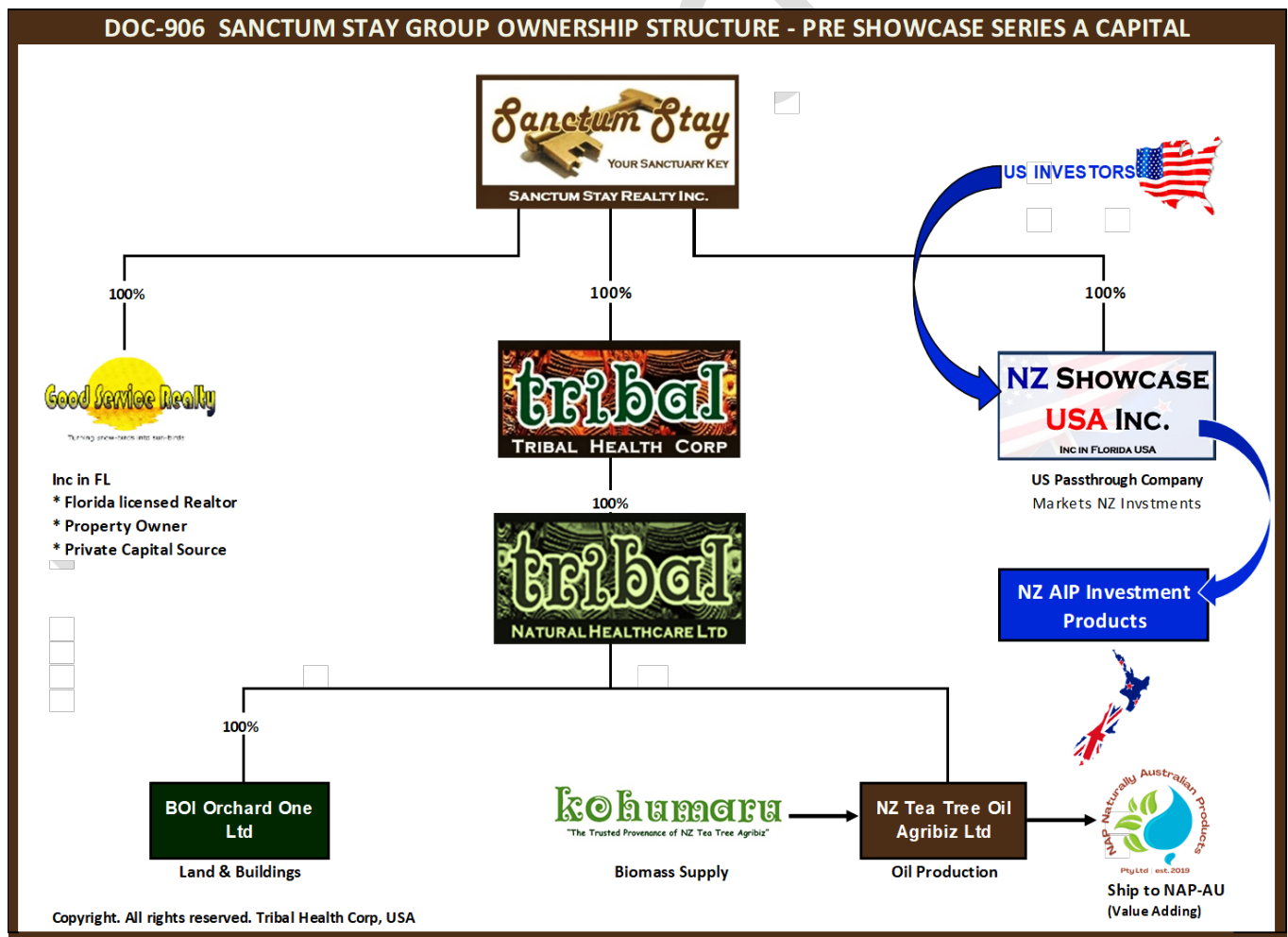
TRADING /OPERATIONAL STRUCTURE (Pre-Money)

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

EXIT PLANNING

Planned to be followed by (1) a 4:1 split, (2) a pre NZX **compliance listing** Series B Round, taking the number of pre-listing shares on issue to 62.8M with a target listing value of NZD3.50 per share to deliver a market cap of NZD219.8M.

The proposed “follow-on” acquisition of a 40+ year old Australian owned “Naturally Australian Products” group will create a dynamic cross-border group with a well-established US distribution operation that would attract US investors into the Series B.

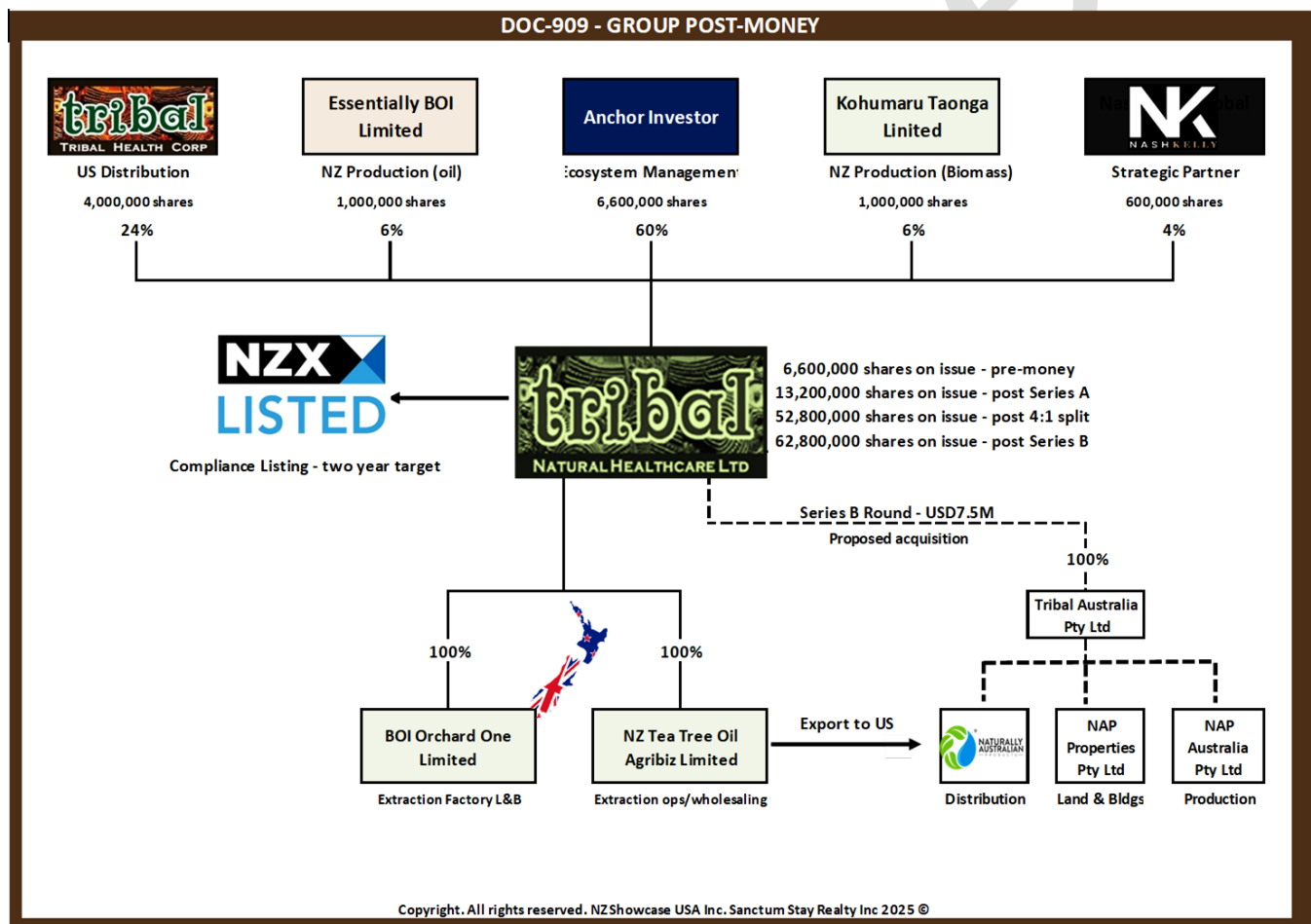


TRADING / OPERATIONAL STRUCTURE (Post-Money)

TRADING GROUP OPERATIONAL SUMMARY

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

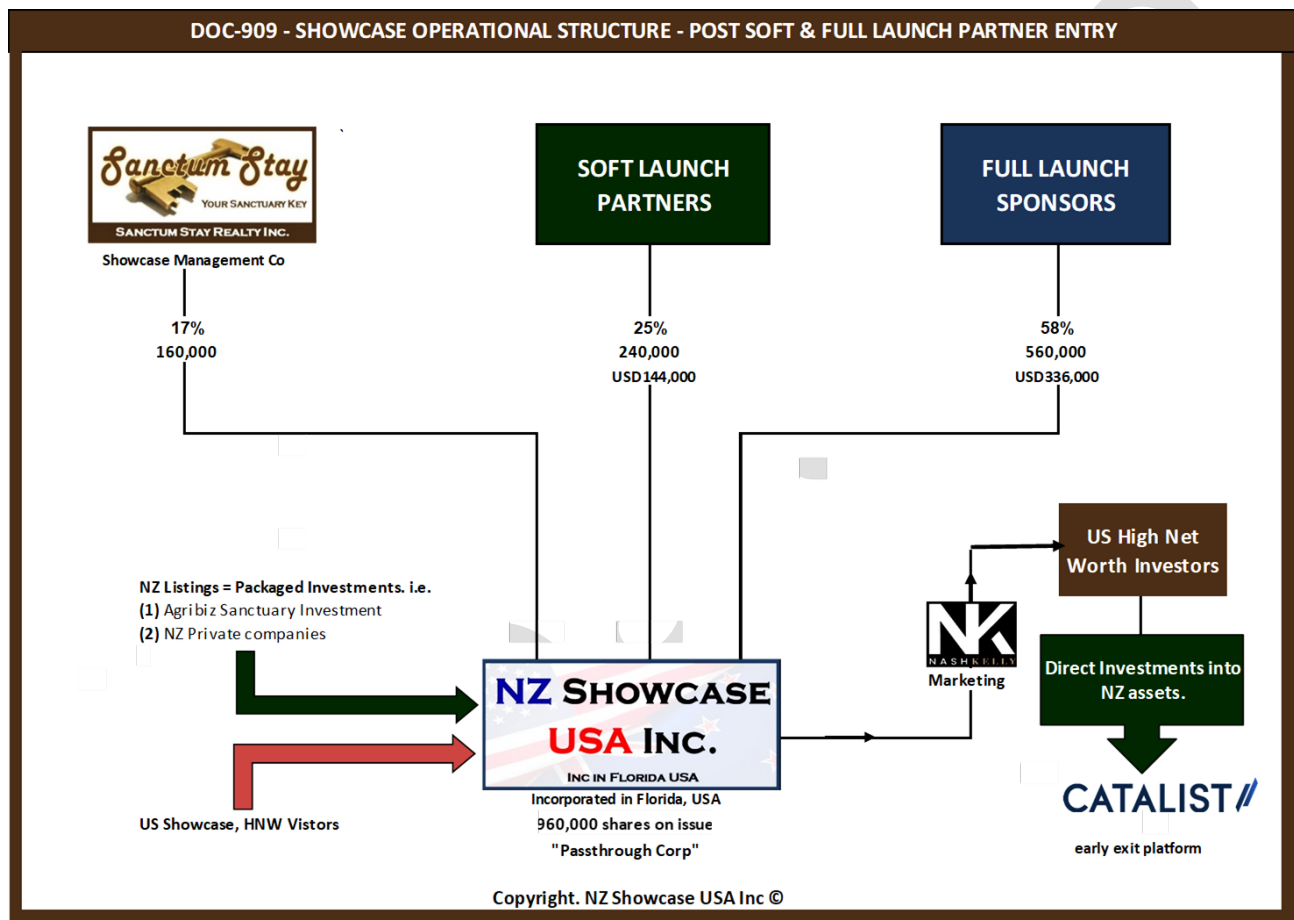
Also reflected is the proposed acquisition of the Naturally Australia Products Pty Ltd operations in AU and the USA at a provisionally agreed, pre DD cost of AUD8.5M.



TRADING /OPERATIONAL STRUCTURE (Post-Money)

US SHOWCASE OPERATIONAL SUMMARY

The table below illustrates the MO of the US Showcase operational company, NZ Showcase USA Inc, a Florida Corp proposed to be converted to an "S" Corp where the trading profits passthrough to the shareholders, tax free at source.



HOLDING COMPANY / OPERATING SUBSIDIARIES

Below are companies that will support the entry of **(1)** an Anchor Partner and **(2)** the proposed private placement through the US Showcase of a further 10M shares priced at USD0.75c per share as a pre NZX compliance listing, Series B Round with American High Net Worth individuals / families looking to acquire “Residency-By-Investment” in New Zealand under the country’s “Active Investor Plus” visa program. Assuming completion of the “Key Contracts” the following “natural health products” group, operating in NZ and the US would start trading:

NZ PRODUCTION

Tribal Natural Healthcare Ltd

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

BOI Orchard One Ltd

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

NZ Tea Tree Oil Agribiz Ltd

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

US DISTRIBUTION

Tribal Health Corp

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

Naturally Australian Products Inc

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

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

Being key to the NZ production operations, the operational profile of the oil extraction subsidiary company, NZ Tea Tree Oil Agribiz Ltd follows.

THE NZ PRODUCTION SITE – NZD2.9M

2206 SH10, WAIPAPA

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



Currently rented by the Manuka Health (“MH”) group as its far north mānuka honey collection operations, the purchase of this property for NZD2.9M has been provided for under “Key Contracts”.

POST PURCHASE

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

RETAIL OUTLET

The Company will build a new retail facility as a product showcase for “MH” and “Tribal” Natural Healthcare Products (NHP).

RURAL PRODUCTION ACTIVITY - NZD500k

With this being the current town planning zoning applying to the area in which the factory site is to be located, the development of a NZ tea tree oil extraction facility is permitted under the current town planning laws. It also appears that this zoning/usage will continue under the proposed changes to the areas zoning laws now going through a review change process. Interestingly, if such extraction facility was built prior to any zoning changes that may come down the pipe, it would be permitted to operate under existing consent use.

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

Luke Shepherd & “The Beast”
on the family farm.



A Tourist Attraction:

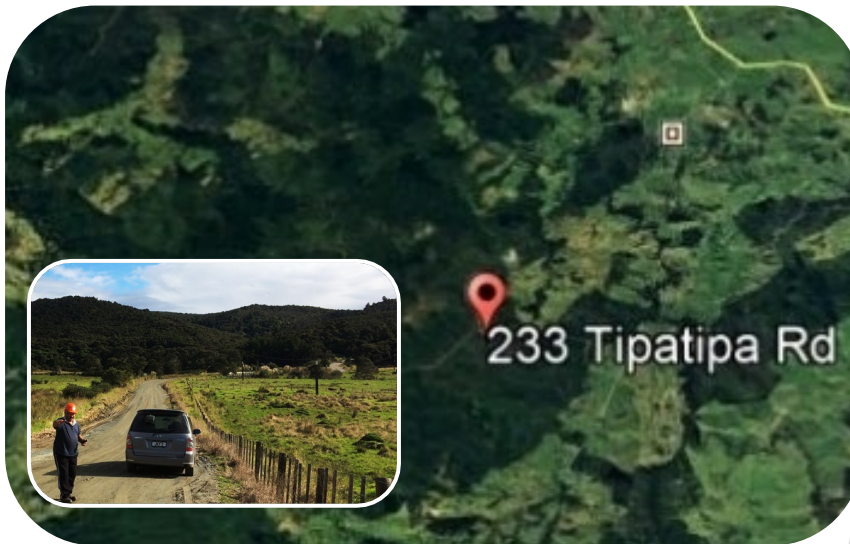
Conceptually, similar to the Kerikeri area, “Living Nature” skin care product facility in terms of product display but made more interesting by making viewing of the production facility through glass plus access to a retail shop for product. Turning the extraction process into a tourist attraction in terms of (1) the production facility and (2) the finished products placed on display / for sale in the proposed retail facility that is planned to form part of the factory development.

Oil extracted in this facility is to come from NZ tea tree bio mass harvested from Kohumaru Station. Less than an hour’s drive to the north of the factory site.

The retail shop will feature a wide range of products. Both inhouse and anchor shareholder produced.



SUPPORTING THE MAORI ECONOMY – NZD500k



Based on its US retail value, this is a satellite image of circa NZD100M worth of harvest ready, NZ manuka and kanuka oil producing biomass on Kohumaru Station.

The intergenerational whakapapa and Tūrangawaewae of the Lloyd whānau, Eric Lloyd, has been contracted to harvest the biomass for delivery to the extraction facility when it comes onstream.

PROPOSED OPERATIONAL PROFILE

“NZ Tea Tree Oil Ltd” (NZTTO) was incorporated to extract the oil, value add and ship to an Australian owned, natural products warehousing company in Valancia, CA for US wide distribution.

That assuming closing of the NZD6.6M investment and the purchase of the factory site, the extraction equipment as can be viewed in the right hand image, will be relocated to the site.

The current buildings on the site are adequate to support the immediate commencement of the extraction operations and the export based wholesaling of the oil to the NSW facility, is forecast to bring substantial profit to NZTTO.



TOTAL ADDRESSABLE MARKET “TAM”

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

SECTOR / TOTAL ADDRESSABLE MARKET (“TAM”) circa USD427B

SECTOR	TAM	CAGR	TOPICAL APPLICATION
Infection Control	USD263B PA	7%	Tests at a leading Taiwanese Medical research university determined that while both NZ tea tree oils were effective in suppressing malicious pathogens, kānuka oil appeared to be more efficacious in nosocomial infection prevention . Covid 19 spurred big growth in this sector.
Disinfectant and Antiseptic	USD42B PA	12%	The spread of malicious pathogens as evidenced by the Covid 19 pandemic saw increased global demand for solid surface applications to inhibit harmful bacteria .
Skin Antiseptic	USD6B PA	9%	Demand for skin antiseptic products is increasing due to rapid spread of HAI (Hospital acquired Infection, i.e. nosocomial), driving up CAGR growth expectations .
Complementary & Alternative Medicine	USD117B PA	25%	Application is limited to apitherapy and naturopathic use in this fast growing sector i.e. circa USD11B (10%).

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

TRADING FORECASTS

“TRIBAL” PRODUCT SKU SHIPMENTS – OIL & POI HONEY

The two planned launch products are NZ tea tree mānuka / kānuka oil (*leaf*) giving rise to two (2) gender-specific retail launch SKU's, i.e., “Mānuka Oil for Her” and “Kānuka Oil for Him,”

OIL

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



“For-Him”



“For-Her”

This table is “Forward Looking”

TABLE 1

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

POI HONEY

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



“For-Him”



“For-Her”

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

TABLE 2

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

SUPPLY NOTE

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

PART TWO - US DISTRIBUTION

TABLE D below reflects only the forecast sales for the two core NZ mānuka and kānuka tea tree oil products imported as gender-specific, value added SKUs'. The "Year 1" column below is planned to be in respect of the first eighteen (18) months, allowing for lead-in time from production to retail shelf.

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

TABLE 3

Tribal Health Group FORECAST NZ EXPORTING - US IMPORTING & DISTRIBUTION OPERATIONS							
US DISTRIBUTION OPS		18 Months	Year 2	Year 3	Year 4	Year 5	Year 10
SKU's imported ex NZ	kgs	100,000	250,000	375,000	500,000	625,000	1,250,000
USD Sales value per SKU	USD	49.90	51.40	52.94	54.53	56.16	65.11
USD Sales Value all SKU's	0	4,990,000	12,849,250	19,852,091	27,263,539	35,101,806	81,385,227
Transfer price per SKU in USD	US\$'s	\$17.99	\$18.53	\$19.09	\$19.66	\$20.25	\$23.48
FOB Cost of SKU's	US\$'s	1,799,477	4,633,653	7,158,994	9,831,685	12,658,295	29,348,866
Shipping/ freight costs (US\$'s)	5%	89,974	231,683	357,950	491,584	632,915	4,069,261
Landed cost into store	US\$'s	1,889,451	4,865,336	7,516,944	10,323,270	13,291,210	33,418,127
Distribution Costs (US\$'s)	45%	809,765	2,085,144	3,221,547	4,424,258	5,696,233	13,206,990
Internal party costs	20%	359,895	926,731	1,431,799	1,966,337	2,531,659	5,869,773
External party costs	25%	449,869	1,158,413	1,789,749	2,457,921	3,164,574	7,337,217
US operating surplus in US\$'s	US\$'s	2,290,785	5,898,770	9,113,600	12,516,011	16,114,364	34,760,110
Non-GAAP earnings (USD)							
NZ Wholesale Ops	Consol	Wholly owned subsidiary operation - Eliminated on consolidation					
POI Honey Division	100%	1,168,000	1,804,560	3,097,828	4,467,068	6,572,971	22,859,626
Australian Division	100%	0	727,996	909,995	1,137,494	1,421,868	1,777,335
US Distribution Operations	100%	2,290,785	5,898,770	9,113,600	12,516,011	16,114,364	34,760,110
Non-GAAP EBITDA	USD	3,458,785	8,431,327	13,121,423	18,120,573	24,109,203	59,397,071
Non-GAAP EBITDA	NZD	5,764,641	14,052,211	21,869,039	30,200,955	40,182,005	98,995,119

PART THREE – FORECAST SHAREHOLDER RETURN – TRIBAL HEALTH CORP

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

TABLE 4

EBITDA MARKET-CAP WORKSHEET						
EPS / MARKET CAP	Year 1	Year 2	Year 3	Year 4	Year 5	Year 10
SKU's imported ex NZ	100,000	250,000	375,000	500,000	625,000	1,250,000
EARNINGS PER SHARE						
Opening balances	6,600,000	52,800,000	62,800,000	62,800,000	62,800,000	62,800,000
Series A Round	6,600,000	0	0	0	0	0
Series B Round	0	10,000,000	0	0	0	0
Series C NZX Listing Round	0	0	0	0	0	0
Series D US IPO Round	0	0	0	0	0	0
Common Voting Stock on issue	13,200,000	62,800,000	62,800,000	62,800,000	62,800,000	62,800,000
Non-GAAP EPS	\$0.2620	\$0.1343	\$0.2089	\$0.2885	\$0.3839	\$0.9866
Original entry cost per share (USD)	\$0.60	\$0.75	\$0.75	\$0.75	\$0.75	\$0.75
ROI (non-GAAP)	43.67%	17.90%	27.86%	38.47%	51.19%	131.55%
MARKET CAP						
Non-GAAP EPS x 15 Market Cap	34,587,846	84,313,266	131,214,235	181,205,730	241,092,031	619,589,329
MV per share in US\$'s	\$2.62	\$1.34	\$2.09	\$2.89	\$3.84	\$9.87
MV per share in NZ\$'s	\$4.37	\$2.24	\$3.48	\$4.81	\$6.40	\$16.44
Market Cap in NZD	57,646,409	140,522,110	218,690,391	302,009,550	401,820,052	1,032,648,882

ECOSYSTEM SUPPORT

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AVAILABLE UNDER NDA
Attorney at law

“ENDLESS SUMMER SANCTUARY INVESTMENT SEMINAR SERIES”

These will be held quarterly at the Lauderdale Yacht Club, 1725 SE 12th Street, Ft Lauderdale, FL 33316. Directed by “Cappy” Pillon, and hosted by Nash-Kelly, the launch seminar is to be held in Oct '25, followed by Jan '26 April '26 and July '26. Watch our website for further information.



The NZ “Endless Summer” Sanctuary Investment Series

Proudly
Presenting



New Zealand’s strategic leadership,
“Residency-By-Investment” professionals.

Venue: Lauderdale Yacht Club, 5.00PM, October 15th 2025

Your Master of Ceremonies Cappy “Humphrey Bogart” Pillon



“Cappy”

Meet the architect of NZ’s Active Investor Plus
“Residency-By-Investment” program.
Learn about the world’s leading residency program.



NZ Endless Summer, Sanctuary Seminar Series guest speaker: Stuart Nash.

Former NZ Minister of Economic Development, Revenue, Police, Small Business, Tourism, Forestry, Fisheries. Drove the immigration changes around investor migrant. As Minister of Economic Development Launched the Active Investor Plus Visa ('Golden Visa') that in the last three months has seen NZD1.145B in new “Residency-By-Investment” applications.