INVESTMENT MEMORANDUM · 2026

AWAKEN

SANCTUARY

A proven Amazonian conservation-tourism lodge, restarting.

SANTA CLARA DE OJEAL · PUNCHANA · LORETO · PERU · 15 KM FROM IQUITOS

§1 · THE OPPORTUNITY

On the line where the forest survives or dies.

There is a line in the Amazon where primary rainforest ends and cleared land begins, and every year that line moves inward as frontier families clear and burn the forest plot by plot. AWAKEN Sanctuary sits on that line by design. It was built there to answer a single question in practice rather than on paper: **how to actually stop the destruction at the frontier**, not through fines or activism but **by making a protected, living forest worth more than a cleared one**. It is not a concept. It is a built, operating asset: a private lodge of **35 villas on 24 hectares of titled rainforest**, **15 km from Iquitos**, constructed between **2021 and 2024 for about 2.62 million dollars** by **45 investors**, and proven in the market before extreme weather forced it to close. The conservation idea is already proven on the ground: once logging and hunting stopped, **the land became a refuge and wildlife returned** over the following years, from birds and caimans to **breeding sloths and ocelots**, the indicator species that signal a forest coming back to life.

In its first operating period the Sanctuary hosted more than **96 international guests from over 15 countries** at premium rates. Then a sequence of climate events in 2024, a storm, a record drought, and unprecedented wind hurricanes, damaged roofs on 12 villas, destroyed the yoga hall, and knocked out two of three water pumps. The property closed, and the guest flow and trained staff were lost.

That is the rarest thing about this opportunity, and we state it plainly. **The hard, slow, expensive part is already done and already worked.** The land is titled and registered, the lodge is built, the corporate and tax structure is in place, and demand was validated at premium prices. What remains is a disciplined restart.

The structure of the ask reflects that discipline. The business strictly needs only about **700,000 dollars**, as equity, to reopen, fund the first year of operation and marketing, and reach profitability. A further standby facility of up to **1.64 million dollars** is committed for conservation and growth, but is drawn only if operating cash is short, and its purpose is to accelerate the expansion of the reserve. In the base model, operations self-fund most of it. **Total committed capital is 2.34 million dollars. Only the 700,000 dollars is mandatory**; the rest is an option the business can largely finance from its own profits.

24 ha	35 / 76	96+	$2.62M	$700k
TITLED	VILLAS / GUESTS	GUESTS SERVED	ALREADY INVESTED	TO REOPEN

THE VISION

Picture AWAKEN Sanctuary once the full program is in place: a premium lodge running at a healthy occupancy, with its own protected rainforest reserve expanding from the 24-hectare base toward more than 52,000 hectares.

A private conservation area plus an ecotourism concession corridor on adjacent public forest. The lodge funds a working research station, the surrounding forest regenerates to the point where **the jaguar, the apex indicator of a whole ecosystem, is permanently present**, and the neighboring communities earn their living from protecting the forest rather than clearing it. This is a profitable hotel with its own conservation zone.

Stabilized economics *(management estimate, 2031)*: about **4.74 million dollars of revenue** and **1.97 million of EBITDA, a 41.5 percent margin** driven by premium pricing and low Peruvian operating costs. Entry is priced at the value of the damaged asset today; the upside is the property re-stabilizing.

§2 · THE ASSET

A complete, autonomous property.

AWAKEN Sanctuary is a complete, autonomous property located in **Santa Clara de Ojeal, Punchana district, Loreto, Peru**, about **15 km from Iquitos** (roughly 1.5 hours by land and river via the Nanay port, or 10 minutes by helicopter to the on-site helipad). It is a built asset, not a green-field project.

24 ha	35 / 6	76	3,782
TITLED RAINFOREST	VILLAS · CATEGORIES	MAXIMUM GUESTS	M² BUILT

Land — *a key de-risking strength*

- 24 hectares of private property registered with **SUNARP** (Peru's public land registry)
- **COFOPRI-formalized** chain of title, purchased directly from local families
- Clean and unencumbered; sits **outside the constitutional border-zone restriction**
- Registered ownership of premium Amazon land is rare — a significant advantage

Accommodation — *rental only, meals separate*

Apart-hotel rooms ×8	**$150**
Jungle villas ×12	**$250**
Lake & river villas ×8	**$350**
Deluxe villas ×4	**$400**
SPA villas ×2	**$550**
Tree house ×1	**$650**

Shared spaces

- **Restaurant** (220 m²) & full kitchen
- **Gathering & conference hall** (200 m²)
- **Yoga hall** (180 m²)
- **Spa**
- Open-air **tree platform**

Infrastructure

- **Solar power** with generator backup
- Water filtration — **2.5 hectares of three private lakes**
- **Starlink** internet & **private helipad**
- Three security gates with a **guarded perimeter**
- Staff housing

CORPORATE & TAX

The property is held through two Peruvian entities, **AWAKEN Resort S.A.C.** (SUNARP title 11151427) and **AWAKEN Construction S.A.C.** (title 11137448). The roughly **2.62 million dollars** invested to date is confirmed by the official valuation of the companies, registered with SUNARP. All **45 investors** are active shareholders, and although there are two companies, all 45 operate under a **single Shareholders Agreement**. The company operates under the **Ley 27037** Amazon **tax** regime, which provides a **5 percent corporate income tax** and IGV value-added-tax exemptions and is **in force through 2048**, a durable, multi-decade fiscal advantage. **The company holds an active tourism license and all the necessary municipal permits required to operate.**

Deep in the Peruvian Amazon.

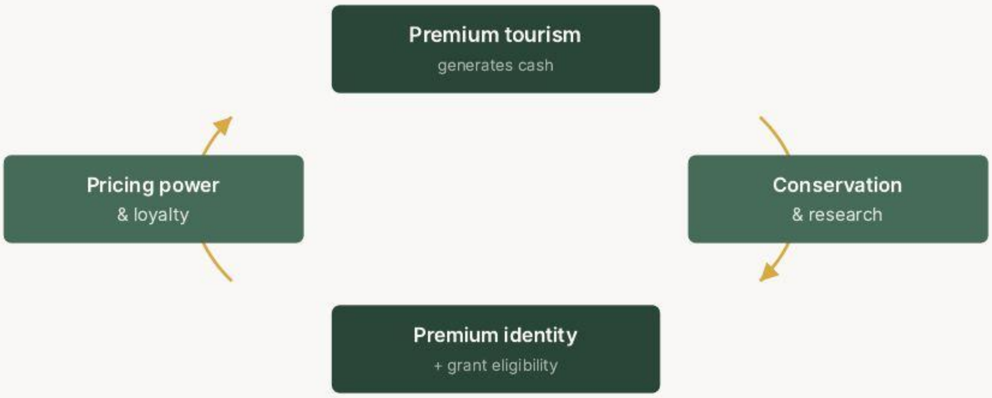
AWAKEN Sanctuary is located in the **Iquitos Region of Peru** — one of the most ecologically rich and inaccessible corners of the planet. The nearest major city, Iquitos, is **accessible only by air or river**, making the territory one of the most genuinely remote private sanctuaries in the world.

- REGION
  Iquitos, Loreto, Peru
- TRANSFER BY LAND & RIVER
  Approximately 1.5 hours
- ON-SITE INFRASTRUCTURE
  Private helipad available
- DISTANCE FROM IQUITOS AIRPORT (IQT)
  Approximately 28 km
- TRANSFER BY HELICOPTER
  Approximately 10 minutes

§3 · THE MODEL

Why this works, and why it is profitable.

AWAKEN Sanctuary is an integrated conservation, research, and tourism lodge, run as a single operating entity in which the lodge itself doubles as a field base. Premium tourism generates the cash that funds conservation and science, and the conservation and science make the destination distinctive, defensible, and eligible for grants. The pattern across the most successful operators in this category is consistent: **the lodges with the clearest mission and the deepest conservation tie are also the most profitable and the most durable.**



Tahuayo Lodge — Loreto, same region

The only lodge permitted inside the roughly **420,000-hectare** Tamshiyacu-Tahuayo regional conservation area. Its operators helped create that protected area and still help manage it, and they run an in-house research center registered with **CONCYTEC**, Peru's national science council. Commercially it relies on direct bookings to a high-repeat US clientele on the strength of its research and exclusivity. It is the exact template for the Sanctuary's path from a lodge to a co-managed reserve with a recognized research function.

Lapa Rios — Costa Rica, Cayuga Collection

An eco-luxury lodge on a **1,000-acre private reserve protected since 1993** through a conservation easement, funded in part by a **per-guest conservation fee**, on 100 percent renewable energy. It is the global template for eco-luxury that pays for conservation and has sustained that model for three decades.

The category's economics are reinforced by the largest operators (detailed in Competitors). The lesson is direct: **conservation and a clear mission are not a cost on this model, they are the source of pricing power, loyalty, and access to capital.** AWAKEN adopts the most investor-legible elements: a transparent per-guest conservation fee earmarked for the reserve and research (as at Lapa Rios), and a CONCYTEC-recognized research function (as at Tahuayo), building on collaboration with the Universidad Nacional de la Amazonía Peruana (UNAP) and the Instituto de Investigaciones de la Amazonía Peruana (IIAP).

§4 · WHY NOW

Three reasons this is the moment.

01

The asset is distressed, so the entry is low.

The climate damage that closed the Sanctuary is also why it can be entered today at the value of a damaged, closed property rather than a stabilized one. The repairs are well defined and modest relative to what has been invested.

02

The market is structurally underserved at the top.

Loreto received more than **722,000 visitors in 2024**, up about **35 percent** year on year, yet **only about 2 percent** of regional lodging is in the 4 to 5 star tier. There is little premium competition in the region itself.

03

The frontier is moving.

The Sanctuary sits where agricultural expansion meets primary rainforest, and the regeneration on its own land, including signs of returning jaguar presence, is the proof of concept for a conservation model that can scale into a far larger protected landscape.

722,000+	+35%	~2%
VISITORS TO LORETO (2024)	YEAR ON YEAR	OF LODGING IS 4–5 STAR

Demand is proven, not hypothetical.

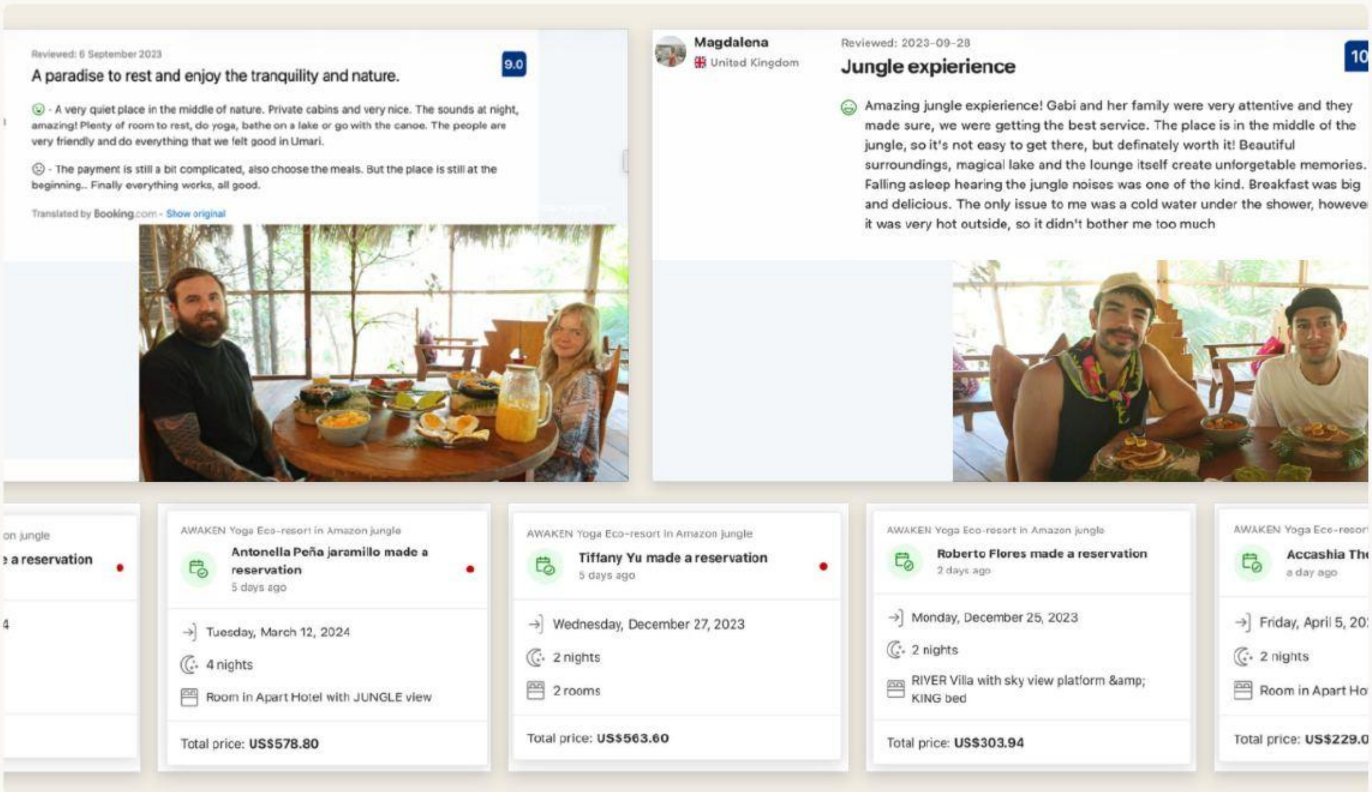
The single most important fact for an investor is that **this business already worked.** In its first operating period (December 2023 through 2024) the Sanctuary hosted more than **96 guests from over 15 countries** (France, Germany, USA, UK, Australia, Austria, Netherlands, Italy, Canada, Chile, Mexico, Japan, China, Peru and others), including individual bookings through Booking.com and Airbnb and a 20-person retreat group, at premium nightly rates. **The closure was caused by weather, not demand:** the 2024 storm, drought, and wind hurricanes damaged 12 villa roofs, the yoga hall, and two of three water pumps, and the forced shutdown cost the property its booking flow and trained team. This de-risks the restart. The raise does not test whether guests will come. **It restarts a property that has already shown they will.**

PROOF OF DEMAND

96+ guests · 15+ countries

a 20-person retreat · premium rates

Dec 2023–2024, before the climate closure



GUEST REVIEWS · BOOKING.COM

What guests say.

DANCE RETREAT · JUNE 2024

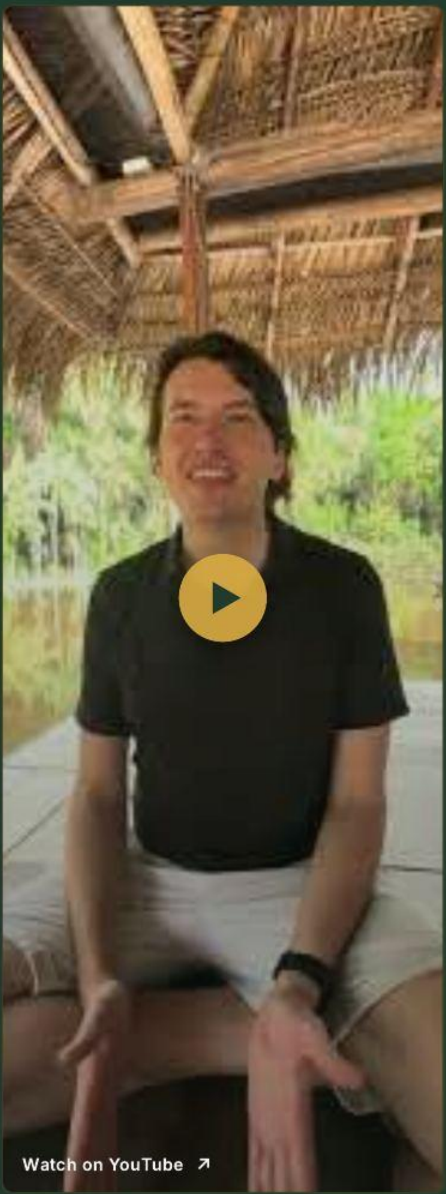
Watch the dance retreat film.

A 20-person dance retreat at the Sanctuary, filmed on-site in June 2024.

Watch on YouTube ↗

youtu.be/DmL-hm6a61Y

Kamil POLAND



"Six days that reset everything — the forest does the healing."

▶ youtu.be/MRQ1RgUSHuk

Eli ISRAEL

"I came to rest and left transformed. Truly unforgettable."

▶ youtu.be/6xkPuOMQbFY

Maria USA

"Pure magic — the people, the jungle, the silence at night."

▶ youtu.be/GmUTArfl4tk

GUEST STAYS · THE PROPERTY

Where guests stay.













YOGA RETREAT · FEBRUARY 2024

Watch the yoga retreat film.

A wellness yoga retreat at the Sanctuary, filmed on-site in February 2024.

Watch on YouTube ↗

youtu.be/Mr0AfCHT0gM

§6 · REVENUE ENGINES

Four engines, four segments.

1 **Tourism** (the core)

Villa rental priced per villa by category, from 150 to 650 dollars per night, separate from food at 80 dollars per guest per day, plus à la carte in-house excursions and wellness. Like the leading competitor lodges, the Sanctuary will sell structured 3, 5, and 7-day programs built around deep jungle immersion experienced from inside the forest, not observed from a terrace.

Segment — individual and small-group experiential travelers (wellness, adventure, transformation).

2 **Full-territory buyout** (the premium engine)

From 15,000 dollars per day, a group takes **complete possession** of the entire 35-villa, 76-guest territory: **one group at a time, no other guests**, no parallel programs, **total privacy** and security behind a gated perimeter. Every program is bespoke and modular, built from the Sanctuary's portfolio of experiences. Scarcity (a hard cap of one group) is part of the product.

Segment — leadership & executive offsites, UHNW and family groups, private wellness and transformation journeys, conservation expeditions.

3 Research residence

The lodge hosts visiting researchers and field programs, anchored by a planned CONCYTEC-recognized research function and collaboration with UNAP and IIAP. Modest revenue, large brand and grant value.

Segment — universities, field-course operators, and scientific expeditions.

4 Conservation finance

A planned per-guest conservation fee and small grants fund reserve management and science, with larger climate and development finance available later, at scale, through partnership channels.

Segment — grant bodies, climate & development finance, partnership channels.

Ceremonial offerings (traditional Amazonian ceremonies) are provided through independent third-party practitioners, who hold the licenses and the liability; AWAKEN provides the venue and earns a referral. They are deliberately not operated by the company (see Risks).

Not a hotel. A private reserve.

AWAKEN Sanctuary is not a hotel. It is not a resort. It is a private reserve in pristine Peruvian Amazon jungle — built to give people full immersion in the jungle.

The Amazon is not a backdrop here — **it is the experience itself.** You do not observe it from a terrace; you enter it. And it changes you in ways that no conference, no coach, no curated luxury experience has ever managed — because it is real, ancient, and completely indifferent to your status.

Deep Jungle Immersion

A multi-hour guided expedition into the deep rainforest beyond the perimeter, with expert naturalist guides — medicinal plants, wildlife tracking, and an intimate understanding of the forest's living systems. Available at various intensity levels.

Private Fishing — incl. Piranhas

An authentic Amazonian fishing experience on the private waterways around the territory, using traditional methods with local experts. Catch-and-release and traditional cooking options available.

River Exploration & Water Expeditions

Guided journeys by boat along rivers, tributaries and flooded forests — oxbow lakes, black-water channels and riverside ecosystems, with dawn wildlife observation, sunset navigation, or night excursions under the Amazon stars.

Wildlife Missions: Dolphins, Jaguars & Caimans

Purpose-designed expeditions to encounter the Amazon's iconic wildlife in their natural habitat — dolphin encounters, caiman spotting at dusk, jaguar tracking — all conducted with full respect for wildlife welfare.

Shamanic & Plant-Medicine Practices

Private ceremonies and individual sessions guided by experienced practitioners rooted in Amazonian tradition, with full attention to safety, intention-setting and integration. Run by independent third-party practitioners, who hold the licences and liability.

Survival Format

A structured wilderness challenge for leadership groups and adventure-oriented clients: navigation, foraging, fire-making, shelter construction and water sourcing under expert guidance. Half-day module or extended multi-day challenge.

ATV Expeditions (seasonal)

Guided off-road expeditions through the territory and surrounding landscape by all-terrain vehicle in the dry season — rapid access to remote jungle and neighboring communities, combining adventure with cultural and ecological discovery.

Amazon Intelligence Briefing

A curated knowledge session led by AWAKEN's expert team and local authorities on the ecology, biodiversity, cultural heritage and conservation challenges of the Amazon — for professional or academic groups, or as a contextual opener for deeper immersion.

Helicopter Expeditions

Aerial exploration of the Amazon basin by private helicopter, reaching areas unreachable by ground or water. The on-site helipad enables seamless logistics for scenic routes, wildlife observation, or cultural-site visits.

Wellness & Restoration Programs

Yoga, breathwork, sound healing, spa treatments and contemplative practices in the Yoga Hall, spa pavilions and tree platform — a complete wellness environment supported by the restorative energy of the ecosystem itself.

HOW WE BUILD IT

For individual visits we compose programs of **3, 5 and 7 days**, where each day is built from distinct experiences arranged into program blocks. For a **full-territory buyout**, the group composes its own journey from the same blocks. Either way, the result is one thing: **full immersion.**

§7 · MARKET

A region growing fast, thin at the top.

The region is growing fast and is thin at the top. Loreto received over **722,000 visitors** in 2024, up about **35 percent** year on year, yet **only about 2 percent** of the region's lodging is rated 4 to 5 star.

Occupancy and demand. Peru's national hotel occupancy recovered to about 59 percent in 2024, but that figure is urban-weighted; remote Amazon lodges typically run below it, and there is no published lodge-level occupancy because operators do not disclose it. Average length of stay at Amazon lodges is about three nights, with a high season from June to October and a second, distinct high-water season from December to May. The implication for the Sanctuary is that **lodges in this market are not fully occupied**, so **our ramp to a stabilized 55 percent is a deliberately moderate assumption**, below the national average and consistent with a premium, seasonal property.

Pricing. Amazon eco-lodge packages cluster at 200 to 320 dollars per person per night in Loreto and 340 to 515 in Madre de Dios, with research-center positioning commanding the top of each range. At the global top of the category, luxury-conservation lodges reach 2,000 to 3,500 dollars per night. The Sanctuary's pricing sits well below that ceiling, which is the headroom. A high-quality, research-anchored conservation lodge in Loreto faces little direct premium competition, in a market with strong and growing demand.

~59%	~3 nights	$200–320	$340–515	$2,000–3,500
NATIONAL OCC. (2024)	AVG STAY	LORETO / NIGHT	MADRE DE DIOS	LUXURY-CONSERV. CEILING

Headroom. The Sanctuary prices well below the luxury-conservation ceiling, with room to grow.

§8 · COMPETITORS

The model, proven and profitable.

The model is established, profitable, and well documented across operators. The relevant question is not whether nature-tourism-funds-conservation works, but how each operator is set up, whether it is profitable, and where AWAKEN sits. The recurring finding: the operators with the clearest conservation mission are the most profitable and durable.

LODGE	REGION	$/P-NIGHT	BUSINESS MODEL
Explorama / Ceiba Tops	Loreto	198–355	For-profit lodges + affiliated research/education centre (ACTS) and university partnerships; tourism funds the canopy walkway and research infrastructure
Tahuayo Lodge	Loreto	248–298	Single for-profit lodge inside a 420k-ha reserve it helped create and co-manages; in-house CONCYTEC research centre; sold direct to a high-repeat US market
Treehouse Lodge	Loreto	267–320	Boutique eco-luxury for-profit lodge; direct booking + travel trade
Inkaterra Hacienda Concepción	Madre de Dios	284–408	For-profit hotel + nonprofit science arm (Inkaterra Asociación) self-funded by ecotourism
Inkaterra Reserva Amazónica	Madre de Dios	342–403	Same two-arm model (for-profit hotels + ITA nonprofit, 4,100+ studies); scaled with IDB Invest debt
Refugio Amazonas	Madre de Dios	355–407	For-profit ecotourism; tourism funds research; community joint venture at its sister lodge (Posada Amazonas)
Tambopata Research Center	Madre de Dios	483–515	Lodge = research station (symbiosis): tourist surplus cross-subsidizes science; ~$30k/yr to the macaw project
Singita (luxury-conservation)	Africa	2,455–3,525	Ultra-luxury lodges fund a dedicated conservation foundation/trust (Grumeti Fund) via guest donations + philanthropy

SUCCESS CASES

Tahuayo Lodge / Amazonia Expeditions (Loreto, closest analogue). Sole permitted lodge inside the roughly 420,000-hectare Tamshiyacu-Tahuayo conservation area, co-managing the reserve it helped create, with a CONCYTEC-registered research center and a 1,000-acre primate research grid. Sold largely direct to a high-repeat US market; decades of continuous operation on research and exclusivity.

Inkaterra and Inkaterra Asociación (Peru, the national benchmark). Seven hotels and a non-profit science arm self-funded by ecotourism since 1978, over 4,100 studies, partnerships with National Geographic and the Smithsonian, and a 17 million dollar IDB Invest facility to scale.

Lapa Rios / Cayuga Collection (Costa Rica). A thirty-year demonstration that premium hospitality pays for conservation: a 1,000-acre reserve under a conservation easement since 1993, a per-guest conservation fee funding rangers and education, on 100 percent renewable energy.

Tambopata Research Center / Rainforest Expeditions (Peru). Designed in 1989 to be both a research base and a tourist destination, described as uniquely successful and financially sustainable, where tourist surpluses cross-subsidize science and the company contributes over 30,000 dollars a year to its macaw project.

Singita and andBeyond (luxury-conservation, the ceiling). Singita funds a 100-year conservation vision through dedicated trusts (the Grumeti Fund) with 24/7 anti-poaching, on rates of 2,455 to 3,525 dollars per person per night; andBeyond runs the Africa Foundation and a multi-operator conservation coalition.

WHAT THIS MEANS FOR AWAKEN. The Sanctuary is positioned exactly where the model is proven and profitable, in an underserved region, at an entry price set by distress, with a clear path (reserve plus CONCYTEC research plus a conservation fee) to the same defensible identity that makes these operators profitable.

HOW THE COMPETITORS LOOK

Two regional benchmark lodges, inside and out — AWAKEN stands comfortably alongside them, and in many respects ahead.

Inkaterra · Exterior

Inkaterra · Interior

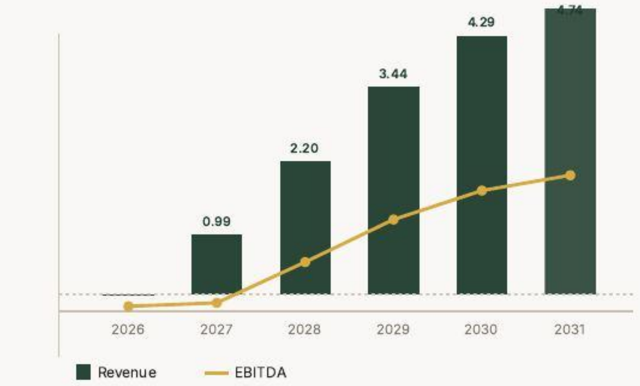
Treehouse Lodge · Exterior

Treehouse Lodge · Interior

Bottom-up from real costs.

The model is **built bottom-up from the property's real expense records**, with a complete standard hotel cost set (rooms, food and beverage, sales and marketing, administrative and general, property maintenance, energy, payment processing, taxes and licenses, professional fees, training, and insurance). The restart timeline is deliberate: funding is assumed around September, so 2026 is a closed year with no revenue: only minimum maintenance ($4,576/month, Aug–Dec) plus a $50,000 marketing budget; repairs are in CapEx, **operations begin in 2027 at 10 percent occupancy**, and ramp to a **stabilized 55 percent by 2031**.

REVENUE & EBITDA RAMP ($M)



Management estimate. 2026–27 EBITDA below the axis.

USD EST.	'26	'27	'28	'29	'30	'31 stab.
Occupancy	0%	10%	25%	40%	50%	55%
Revenue	–	0.99M	2.20M	3.44M	4.29M	4.74M
Cost-to-serve	0.07M	1.12M	1.67M	2.21M	2.58M	2.78M
EBITDA	(0.07)	(0.13)	0.54M	1.22M	1.70M	1.97M
Net income	(0.27)	(0.39)	0.23M	0.85M	1.31M	1.56M

2031 EBITDA margin ≈ 41.5%. Parentheses = loss. Management estimate.

The first two years are loss-making by design, then the property turns profitable in 2028 and compounds. EBITDA margin of about **41.5 percent** at stabilization is **above the global lodge benchmark of 25 to 32 percent**, driven by premium pricing and low Peruvian labor costs. The model carries a **100,000 dollar climate contingency reserve**, treats the wooden buildings on a conservative 15-year life, and budgets major maintenance of about 91,000 dollars every two years. In a downside case (occupancy down 30 percent, rates down 15 percent, costs up 15 percent) the **stabilized margin is still positive at about 23 percent**; the model also runs a full closed-year (**business-interruption**) stress, cushioned by the reserve and insurance.

§10 · UNIT ECONOMICS

Per villa-night, per guest.

REVENUE PER NIGHT

$150–650

villa rental (blended **~$246**) + F&B $80/guest/day + à la carte activities.

COST TO SERVE / GUEST

~$24/day

food, + one-time **~$326/stay** (transfers, welcome pack, hygiene, villa prep) · OTA ~17% of room revenue · payment processing.

FIXED OPERATING BASE

Lean

a real staff roster + maintenance + utilities + marketing + IT + insurance + taxes.

Low Peruvian labor + premium revenue = the high stabilized margin. Full detail in the model (CostToServe, Villas_Detail, Guest_Group_Detail, Activities_Menu).

§11 · CAPITAL ASK

$2.34M committed, $700k mandatory.

PHASE 1 · MANDATORY	PHASE 2	PHASE 3
$420k	**$820k**	**$1,100k**

Phase 1 — Repair & restart, ~$420k. Climate-resilient water and electrical rebuild ($70k), repairs to roofs, the yoga hall, pumps, and renovation ($200k), and 12 months of operating capital ($150k). The 2026 capital spend is repairs only.

Phase 2 — Conservation & community, ~$820k. Drawn against milestones; expands reserve management, science capacity, and community programs.

Phase 3 — Growth & innovation, ~$1,100k. Drawn against milestones; largely self-funded from operating cash.

THE DISCIPLINE

The business strictly needs only about **700,000 dollars** to reopen and reach profitability (the peak cumulative cash gap is about 600,000 dollars at the end of 2027, plus the 100,000 reserve). Phases 2 and 3 are drawn against milestones and are **largely self-funded from operating cash (about 9 million dollars cumulatively over 2028 to 2033)**. In the base model the standby convertible is only partly called, **about 505,000 dollars of the 1.64 million**, and the remainder is never drawn.

THE DISCIPLINE, IN ONE LINE

Only $700k is mandatory to reopen and reach profitability — the rest the business largely funds from its own cash.

§12 · THE OFFER & RETURNS

Two instruments. One mandatory.

TRANCHE 1 — EQUITY · MANDATORY

$700,000

Deployed first: the risk capital that reopens the property and reaches profitability.

TRANCHE 2 — CONVERTIBLE STANDBY

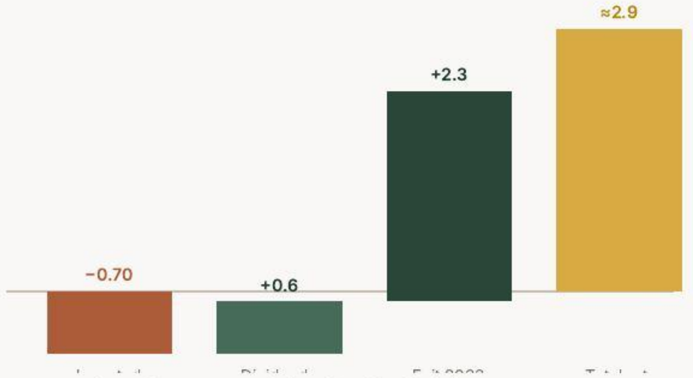
up to $1.64M

Committed for Phases 2 and 3, **drawn only if operating cash is insufficient** and converting to equity at a cap if and when drawn. In the base model only about 505,000 dollars is called.

Entry is priced on the **value of the asset today**, at a **pre-money of about 2.62 million dollars** (its invested or book value, confirmed by the SUNARP-registered valuation, negotiable toward the roughly 4.6 million dollar intact-replacement floor). It is **deliberately not priced on the post-restart DCF**, which is value the new capital helps create. On that basis the 700,000 dollar equity buys **about 21 percent** of the project.

Returns, if the projections hold, shown pro-forma after the standby convertible converts and dilutes the position (about 21 percent before conversion, about 19 percent after). With a 50 percent dividend payout from 2030 and an exit at the 2031 stabilized EBITDA on a 6x multiple, the 700,000 dollar equity returns about **4.2 times invested capital (MOIC)**, an **IRR of about 24 percent**. Indicative convertible terms (cap about 7.6 million dollars, 20 percent discount, shareholder-loan or offshore-SPV structure) are to be finalized with counsel.

RETURNS ON $700K EQUITY ($M, PRO-FORMA)



ENTRY PRE-MONEY	$2.62M
STAKE	~21% → ~19%
MOIC	~4.1x
IRR	~24%

Management estimate. Terracotta = capital out; jungle/gold = inflows.

The raise exceeds the 500,000 dollar annual fundraising cap in the shareholders' resolution and therefore requires a two-thirds Assembly approval (a Reserved Matter).

WHY THIS IS RARE

Everything is already in place.

This is **not a green-field project.** The team, the programs, the contractors, the community and government agreements, and the full legal, licensing and tax stack are **already done.**

- ✓ Full team already in place
- ✓ All programs & experiences ready
- ✓ All contractors contracted
- ✓ Cooperation agreement with the local community (since 2020)
- ✓ Agreement with the regional government (GOREL)
- ✓ Clean, SUNARP-registered land title — legally clean
- ✓ Active tourism licence
- ✓ Ley 27037 tax regime secured to 2048
- ✓ Built, operating and market-proven

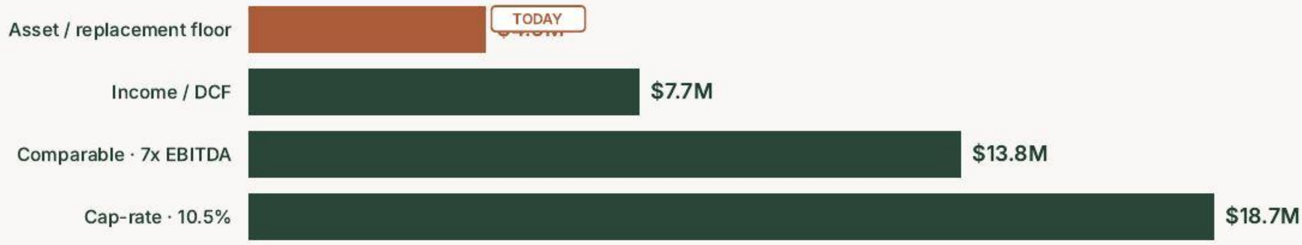
FULLY READY

You don't start from zero. You invest, restart — and the project works.

Built, proven and legally clean: titled land, licences, the tax regime, contractors, and community and government agreements all in place.
The hard, slow, expensive part is already done — that is the opportunity.

§13 · VALUATION

Entry today vs value created.



DCF · Comparable · Cap-rate = POST-RESTART · Management estimate

Asset / replacement floor (today): ~$4.6M (book / invested ~$2.62M). · **DCF (post-restart):** ~$7.7M (unlevered FCF at 12% + terminal value). · **Comparable EV/EBITDA (post-restart):** ~$13.8M at 7x. · **Cap-rate (post-restart):** ~$18.7M at 10.5%. Entry is near the asset floor today, while the post-restart lenses are several times higher. **That gap is the upside.**

§14 · RISKS

Risks, and what is in fact a strength.

RISK	MITIGATION
Climate (the proven risk)	**A climate-resilient rebuild in Phase 1, a 100,000 dollar contingency reserve, current civil and worker-safety insurance** (most jungle climate damage is uninsurable, which is why the reserve exists), and a modeled business-interruption case.
Restart and runway	The first two years are loss-making. **Capital drawn in milestone tranches, a small hard-minimum requirement (about 700,000 dollars), and demand already proven.**
Single asset and execution	**Conservative ramp assumptions, a downside that stays profitable, a low fixed-cost base, and the conservation-expansion optionality.**
Ceremonial offerings	Run by **independent third-party practitioners who hold the licenses and liability, under agreements with waivers and medical screening; AWAKEN earns only a referral.**

NOT MATERIAL — IN FACT STRENGTHS

Land title is clean: all land is private property registered with SUNARP with a formalized chain of title, outside the constitutional border-zone. The Ley 27037 tax regime (5% income tax and IGV exemption) is in force through 2048. The neighboring community is a riverside community, not an indigenous community, so a formal FPIC process is not required; the company has nonetheless held a cooperation agreement with the community since 2020.

VALUATION, IN ONE LINE

Entry is priced near the asset floor today; every post-restart lens sits several times higher. That gap is the upside.

A group, not a single company.

AWAKEN Sanctuary is led by its founder and CEO, **Olga Sytnyk**, a Ukrainian who has lived in Peru for the past six years. Her career has run along the two lines that meet in this project, tourism and the environment. In Ukraine she founded **Unique Ukraine** (Унікальна Україна), which grew into **one of the country's largest domestic tour operators**, was named by **Forbes Ukraine** among the country's most successful women entrepreneurs, and earned national recognition including the Ukrainian Travel Awards. After roughly a decade building that company, she was invited into public office, serving as **Deputy Chair of the Ivano-Frankivsk Regional Council** and then as an **advisor to the Office of the President of Ukraine** on forestry and ecological reform. In Peru these two threads, premium tourism and the protection of forests, finally come together in one place.

Olga Sytnyk
Founder & CEO

Galiya Kobe
Dir. Strategic Development & Partnerships

Luis Carlos Silva
Chief Financial Officer (Brussels)

Cisco Ramírez
Scientific Lead

Olena Koval
Communications Lead

AWAKEN operates as a regional group running several initiatives in Loreto, in conservation and ecological monitoring as well as hospitality, with **CeibaQ** (an ecosystem-data product) as a flagship project. The group has its own scientific institution, **TERI (Tropical Ecosystems Research Institute)**, a research NGO and independent scientific validator, and institutional standing through memoranda of understanding with Peru's Ministry of the Environment (**MINAM**), the Universidad Nacional de la Amazonía Peruana (**UNAP**), the Instituto de Investigaciones de la Amazonía Peruana (**IIAP**), and the Regional Government of Loreto (**GOREL**).

The 45 investors are active shareholders under a single Shareholders Agreement across the two companies, with an Investor Assembly and defined Reserved Matters; this raise, which exceeds the annual cap, is subject to a two-thirds Assembly approval.

MINAM | UNAP | IIAP | GOREL | TERI

IMPORTANT NOTICE

This memorandum is confidential and is provided for information only. It is not an offer to sell or a solicitation to buy any security. Historical figures are drawn from the company's records and its official, SUNARP-registered valuation; all forward-looking figures (revenue, costs, occupancy, valuation, returns) are management estimates based on current assumptions and are not forecasts or guarantees. Actual results will differ. Recipients should conduct their own due diligence.

Strategic partnerships.











GOVERNMENT & INSTITUTIONS

- Ministry of the Environment of Peru **(MINAM)**
- Regional Government of Loreto **(GOREL)**
- National Meteorology & Hydrology Service of Peru **(SENAMHI)**
- National Service of Natural Protected Areas **(SERNANP)**
- National Forest & Wildlife Service **(SERFOR)**
- Forest & Wildlife Resources Supervision Agency **(OSINFOR)**
- Indigenous Chamber of Commerce of Peru **(CCPIP)**

SCIENCE & RESEARCH

- **UNAP** — National University of the Peruvian Amazon
  Universidad Nacional de la Amazonía Peruana
- **IIAP** — Research Institute of the Peruvian Amazon
  Instituto de Investigaciones de la Amazonía Peruana