PRIVATE PLACEMENT MEMORANDUM FOR THE HIVE PROJECT

Project: The HIVE (Honeybee Investments and Value Expansion)
Project Date: [Date of Issuance]
Confidential: For Selected Investors Only

(HONEYBEE INVESTMENT AND VALUE EXPANSION) PROJECT

Executive Summary

Bee-Craft Consult Limited introduces the HIVE Project, a secured agricultural investment structured as a private placement to selected investors. The project is designed to deliver targeted annual yields of 9%– 16% over a 3-year term, backed by physical beehive assets and managed by our team with over 30 years of apiculture expertise.

Highlights

- Targeted annual yields (9%–16%) depending on investment category
- Principal repayment at maturity (Year 3)
- Asset-backed security - capital deployed into serialized beehives
- Escrow-controlled fund release for transparency
- Insurance coverage for apiary assets



Investment Terms

- **Private Placement:** Open to selected investors only
- **Term:** 3 Years
- **Projected** Returns: Annual yields payable to Investors post - harvest
- **Principal**: Expected to be returned in full at the end of Term.
- **Security:** First charge on beehive assets
- **Minimum Investment:** ₦375,000 (Three Hundred and Seventy-Five Thousand Naira Only)

Investment Packages:

Investment Category	Capital Investment	Targeted Annual Yield	Annual Distribution	Total Projected Distribution (3 Years incl. Principal)
1	₦375,000	9.0%	₦33,750	₦476,250
2	₦650,000	11.0%	₦71,500	₦785,000
3	₦1,575,000	13.5%	₦212,625	₦2,012,625
4	₦2,500,000	15.0%	₦375,00 0	₦3,625,000
5	₦3,500,000	16.0%	₦560,00 0	₦5,180,000

Company Overview:
Bee-Craft Consult Limited specializes in commercial apiculture with over 30 years of combined beekeeping experience. We operate multiple apiaries across South-West Nigeria, producing

premium honey for local markets.

Management Team:

CEO: Mr. Adesina Daniel Oduntan (30+ years beekeeping experience)
Apiary Manager: Certified beekeeping specialist
Operations Lead: Agricultural business management expert

Competitive Advantages:

- **Proven Expertise:** Decades of successful beekeeping operations
- **Established Infrastructure:** Existing apiaries and processing facilities
- **Market Experience:** Existing customer relationships and distribution knowledge

Business Model & Operations

Process Flow

1. Capital Deployment → 2. Asset Acquisition → 3. Professional Management →

4. Honey Production **5. Revenue Generation** **6. Investor Returns**



Operational Components:

- **Apiary Establishment**: Strategic site selection and hive installation
- **Colony Management:** Daily care, feeding, and health monitoring
- **Harvest & Processing:** Seasonal extraction and quality control
- **Sales & Distribution:** Multi-channel marketing and delivery
- **Reporting & Communication:** Regular investor updates

Production Timeline:

- **Year 1:** Hive setup and colony establishment
- **Year 2**: Full production cycles begin
- **Year 3:** Mature colony optimization and principal repayment preparation

Financial Structure & Safety

Our financial model is built on conservative agricultural and market assumptions, with multiple layers of safety buffers to protect investor interests.

Revenue Coverage:

Our projections demonstrate strong revenue coverage of investor obligations across all categories:

Category	Revenue Coverage Ratio	Safety Buffer
1	3.2:1	**Strong**
2	3.9:1	**Very Strong**
3	3.1:1	**Strong**
4	2.6:1	**Good**
5	2.7:1	**Good**

Coverage Ratio: Total Projection Revenue ÷ Total Projected Distribution

Safety Features

- **Conservative Yield Estimates:** Using minimum historical production levels
- **Market Price Buffer:** Pricing based on wholesale market rates
- **Operational Efficiency:** Experienced management team with proven systems
- **Contingency Reserve:** Built-in allocation for unexpected events

Use of Proceeds

- **Beehives & Bees (Primary Assets):** Purchase of hive units with established colonies
- **Essential Equipment:** Extraction, processing, and safety gear
- **Initial Setup**: Site preparation and professional installation

Fund Protection Mechanism:

- **Escrow Account:** All investor funds held in third-party escrow
- **Verified Release:** Funds released only against supplier invoices
- **Asset Tracking:** Each hive serialized and documented
- **Insurance Coverage:** Comprehensive apiary insurance from policy inception

Risk Factors & Mitigation

- **Agricultural Risks:** Weather, pests, disease → mitigated by insurance & multi-site operations
- **Market Risks:** Price fluctuations → mitigated by conservative pricing & diversified channels
- **Operational Risks:** Labor, management → mitigated by experienced team & contingency planning
- **Financial Risks:** Cost overruns → mitigated by conservative budgeting & reviews

Investor Protections

- **Asset Security**: First charge over purchased beehive assets
- **Insurance**: Comprehensive coverage for key risk events
- **Legal Safeguards**: Binding investment agreement with clear terms
- **Escrow Protection:** Capital release only for verified asset purchases
- **Transparency Commitment:** Regular reporting and open communication



Transparency Commitments

- **Quarterly Reports:** Operational updates and progress photos
- **Annual Financial Summary:** High-level performance overview
- **Direct Access:** Scheduled updates with management team
- **Emergency Communications:** Protocol for significant developments

Subscription Process

- Review of Private Placement Memorandum by selected Investor
- Consultation meeting between selected investor and management team
- Due Diligence and documents review
- Execution of Investment Agreement
- Fund Transfer to designated escrow account
- Issuance of Investment Certificate
- Ongoing Engagement and reporting on progress of the Hive Project

Required Documentation

- Executed Investment Agreement
- Investor Identification Documents

Disclaimer

This offering involves a private illiquid investment in an agricultural enterprise, which is structured with significant safeguards, including asset backing, escrow controls, and insurance coverage. However, targeted yields and the return of principal remain contingent upon the operational execution and market performance of the HIVE Project. Prospective investors are encouraged to carefully review all risk factors and protective measures outlined herein and to seek independent financial and legal advice.

Contact Information

Bee-Craft Consult Limited
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