VILLA VIE Residences

Villavieresidences.com

VVRI Founders Club Investment Presentation

April 5, 2024

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"By the Residents For the Residents"

AGENDA

- Team Introductions (5 min)
- Who we are and where we're going recap (Mike) (5 min)
- Membership Benefits and Investment presentation (25 min)
- Q&A (25 min)

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Founding Team

Mikael Petterson – Founder & CEO
- Mikael has over 18 years cruise line finance experience, most recently as a cruise start-up consultant. He has operational finance experience at Royal Caribbean. He led the financial planning team at Prestige Cruise Holdings for over 5 years and headed the merger acquisition analysis with Norwegian Cruise Line. He holds an MBA from University of South Florida.

Kathy Villalba – Chief Operating Officer
- Kathy brings over 20 years of Maritime Operational Management, Supply Chain and Logistics experience. She has worked at Royal Caribbean, Celebrity Cruises, and Prestige Cruise Holdings optimizing strategic sourcing and cost improvement initiatives, leading drydock planning and project management for cruise ship refurbishments and revitalizations. She holds an MBA from Florida International University.

Najam Saqib – CTO
- Najam is Villa Vie's technical strategist and innovation developer. With a background in artificial intelligence, and network engineering his focus is on technology and innovation management. He aligns the technology behind the scenes making Villa Vie's vision possible.

"Founders & Visionaries of the Seven Seas"

VILLA VIE
Residences

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Mission Statement

Villa Vie Residences is the Ultimate World Cruise Residence specifically designed for those wanting to live, work and explore from their residence at sea.

The first residential community at sea to deliver a reasonably priced, luxurious and distinguished service where the never-ending world cruise itinerary can be booked by segments from 45 to 120 days.

We proudly embrace the richness & power of diversity by building a highly refined community made of residents, guests and staff from different cultures and countries.

"Our Residents, Guests and Staff… Our True Ambassadors"

VILLA VIE Residences

The Founders Club Exclusive Benefits (Double Occupancy)

THE FOUNDERS CLUB

FC Membership Benefits	Silver	Gold	Black
Maximum # of memberships	40	20	10
FC Membership Price	$ 25,000	$ 100,000	$ 500,000
Cabin Cost/Year *(double occupancy)* [1]	$ 65,000	$ 87,000	$ 150,000
FC Discount on paid cabin fee [2]	$ 6,500	$ 13,050	$ 30,000
FC Onboard Credits [3]	3,000	12,000	48,000
FC Air Travel Benefit/Year	$ -	$ 4,000	$ 16,000
Total Annual Benefit [4]	$ 9,500	$ 29,050	$ 94,000
Annual Benefit - Return % [5]	38%	29%	19%
	Silver	Gold	Black
CLASS E SHARES IN VVRI	50,000	200,000	1,000,000
Forcasted Return/Year [6]	$ 23,333	$ 93,333	$ 466,667
Average Investment Return/Year %	93%	93%	93%
Total Founders Club Benefit [7]	Silver	Gold	Black
Forecasted VVRI Share Value	$ 70,000	$ 280,000	$ 1,400,000
Aggregate Value of Onboard Credit	9,000	36,000	144,000
Aggregate Cabin fee discount	$ 19,500	$ 39,150	$ 90,000

1. Example only using: Inside Cabin (Silver); Outside Cabin (Gold); Balcony Cabin (Black)
2. Upon check-in on the ship, all onboard credits for your journey (up to 12 months at any one time) are deposited into your account. These credits have no cash value and are applied at a 1:1 conversion rate to onboard amenities. Unused credits at the end of a 12-month term are retired without carry forward rights.
3. 10% of total cabin occupancy fees paid in a 12-month term.
3. Up to this value of credits earned based on 12 consecutive months commitment of cabin occupancy. Shorter terms equates to fractional accumulation of credits based on duration of cabin occupancy fees paid in full.
4. Calculated by adding the 10% cabin fee to the onboard amenity cash discount applied to utilizing earned credits plus the annual airfare benefit.
5. Percentage calculated from dividing total annual benefit by the FC Membership Price.
6. Initial share price set at $0.50/share. Share lock up term is 2 years from date of signing SSA. Calculated using the forecasted share price of $1.40 as at July 2026 divided over 3 years investment term.
7. Example of Forecast aggregate total return & value of VVRI shares along with FC membership benefits package at year 3 of membership ownership.

Residents have First Opportunity to Invest (ONBOARD)

- $25,000 Minimum Investment
- Class B Shares in VVRI
- 10% discount on your Villa Vie Residence Cabin
- Earned onboard credits
- Onboard & Event Voting Rights (ie: experience/amenities onboard)
- Founders Club Privileges (to be formed)
- Founders Club Swag

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The Founders Club Exclusive Benefits (Single Occupancy)

FC Membership Benefits	Silver	Gold	Black
Maximum # of memberships	40	20	10
FC Membership Price	$ 25,000	$ 100,000	$ 500,000
Cabin Cost/Year *(double occupancy)* [(1)]	$ 45,500	$ 69,600	$ 135,000
FC Discount on paid cabin fee [(2)]	$ 4,550	$ 10,440	$ 27,000
FC Onboard Credits [(3)]	3,000	12,000	48,000
FC Air Travel Benefit/Year	$ -	$ 4,000	$ 16,000
Total Annual Benefit [(4)]	$ 7,550	$ 26,440	$ 91,000
Annual Benefit - Return % [(5)]	30%	26%	18%
	Silver	Gold	Black
CLASS E SHARES IN VVRI	50,000	200,000	1,000,000
Forcasted Return/Year [(6)]	$ 23,333	$ 93,333	$ 466,667
Average Investment Return/Year %	93%	93%	93%
Total Founders Club Benefit [(7)]	Silver	Gold	Black
Forecasted VVRI Share Value	**$ 70,000**	**$ 280,000**	**$ 1,400,000**
Aggregate Value of Onboard Credit	9,000	36,000	144,000
Aggregate Cabin fee discount	**$ 13,650**	**$ 31,320**	**$ 81,000**

1. Example only using: Inside Cabin (Silver); Outside Cabin (Gold); Balcony Cabin (Black)
2. Upon check-in on the ship, all onboard credits for your journey (up to 12 months at any one time) are deposited into your account. These credits have no cash value and are applied at a 1:1 conversion rate to onboard amenities. Unused credits at the end of a 12-month term are retired without carry forward rights.
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The Founders Club Exclusive Opportunity

Elite Share Ownership Opportunity

- ✓ Exclusive opportunity to own corporate shares in VVRI the parent company
- ✓ Share in profitability of VVRI as we grow and expand
- ✓ VVRI Share Value of $1.1/share is discounted to $0.50/share for our Founders Club Membership

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VILLA VIE Residences

Founders Club Membership & Investment Process

THE FOUNDERS CLUB

YOUR NEXT STEPS…..

1. Decide which membership is right for you, (only one membership per cabin)
2. If interested, request a Membership Investment Package for the level you've chosen (Silver, Gold or Black).
   Deadline for information request is set for May15th, 2024.
3. 14-day Due Diligence period starts upon receipt of Investment package.
   Deadline for review is set for May 30, 2024.
4. If you decide to proceed send the executed Share Subscription Agreement (SSA) along with wire confirmation back to VVRI as per the instructions found in your investment package by the due date.

ALL INVESTMENT DOCUMENTS SIGNED AND FUNDS DEPOSITED BY May 30th, 2024

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QUESTIONS?

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The Founders Club Exclusive Benefits

CONTACT US:

Mike: Mike@VillaVieResidences.com
Kathy: Kathy@VillaVieResidences.com

BOOK YOUR 15 MIN Q&A

Click here to book a Meeting

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Important Dates

- Estimated Sail Date from Southampton: May 15th, 2024
- Cabin Fee Payment Schedule:
  - 10% Deposit due upon booking
  - Full payment for the first segment due by February 15th
  - Subsequent segments: Full payment due 90 days before

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THE FOUNDERS CLUB

ANNUAL PRICING - SINGLE TRAVELERS

Membership/Cabin	Inside	Outside	Balcony
Standard Price (365 days)	$44,418	$68,688	$129,870
Silver (10%)	$39,976	$61,819	$116,883
Gold (15%)	$37,755	$58,385	$110,390
Black (20%)	$35,534	$54,950	$103,896

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THE FOUNDERS CLUB

ANNUAL PRICING - DOUBLE OCCUPANCY

Membership/Cabin	Inside	Outside	Balcony
Standard Price (365 days)	$64,970	$86,870	$145,270
Silver (10%)	$58,473	$78,183	$130,743
Gold (15%)	$55,225	$73,840	$123,480
Black (20%)	$51,976	$69,496	$116,216

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STANDARD CABIN PRICING (Double Occupancy)

THE FOUNDERS CLUB

- Inside: $89/day
- Outside: $119/day
- Balcony: $199/day

This pricing assumes the mid-points of the ships under procurement review.

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FOUNDERS CLUB PRESENTATION

UPDATES: ENTERING NEW TERRITORY

- Confidentiality Reminder
- FC Update
- Cap Table
- External Capital Raise
- Bank Financing Status
- Corporate Structure
- Expected 2024 Dividend
- Credit Cards
- Pre-launch Events

FOUNDERS CLUB TOTALS

Level	Paid	Paying	Reviewing	Total	Count
Black	2,100,000	350,000		2,450,000	7
Gold	900,000		200,000	1,100,000	11
Silver	925,000	25,000		950,000	38
Total	3,925,000	375,000	200,000	4,500,000	56

CAP TABLE

Shares value at $/share	Share classes			Issued Shares
$0.50	new shares	E	F	% ownership
Mike Petterson	Founder & CEO		3,000,000	13.3%
Kathryn Villalba	COO		1,900,000	8.4%
Najam Saqib	CTO		1,975,000	8.7%
Irina Strembitsky	Head of Sales		800,000	3.5%
Director Admin & HR (Angela)	Operations		100,000	0.4%
Director of Port Operations (Matilda)	Port operations		100,000	0.4%
Director Sales & Strategy (Dana)	Sales		100,000	0.4%
Director Port & Environmental (Matilda)	Sales/Marketing		100,000	0.4%
Tobias Lindsten (Sales)	Sales		250,000	1.1%
Anne Alms (Sales)	Sales		200,000	0.9%
Mark Doerr (Sales)	Sales		300,000	1.3%
Neou Media	Marketing Team		200,000	0.9%
Adrian Meyer (Manager Relations)	Resident Relations		100,000	0.4%
			9,125,000	**40.3%**
CORPORATE OPERATIONS				
EXTERNAL INVESTORS				
Silver Membership (40 total)	40 Silver Memberships @ $25,000 (38 Current)	1,900,000		8.4%
Gold Membership (12)	20 Gold Memberships @ $100,000 (11 Current)	2,200,000		10%
Black membership (8)	20 Black Memberships @ $350,000 (7 Current)	4,900,000		22%
Investor - External TBD	$3m for 20% Equity	4,500,000		20%
	Total Class shares	**13,500,000**	**9,125,000**	**59.7%**

EXTERNAL CAPITAL RAISE

Equity Investment

$3,000,000

Ownership Share

20.0%

Current Evalutation

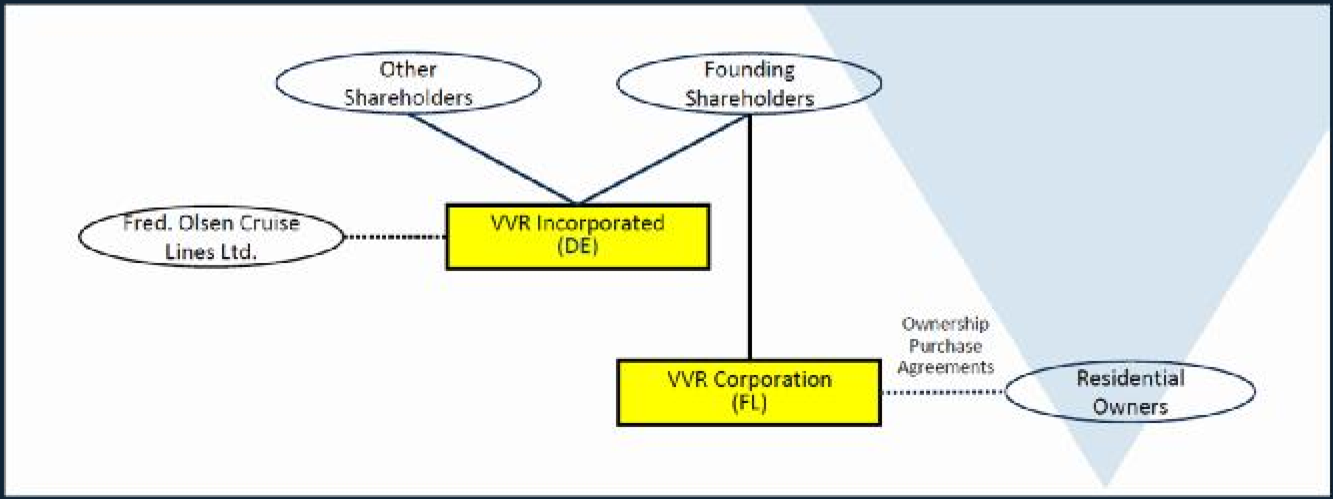
$15,000,000

DEBT FACILITY

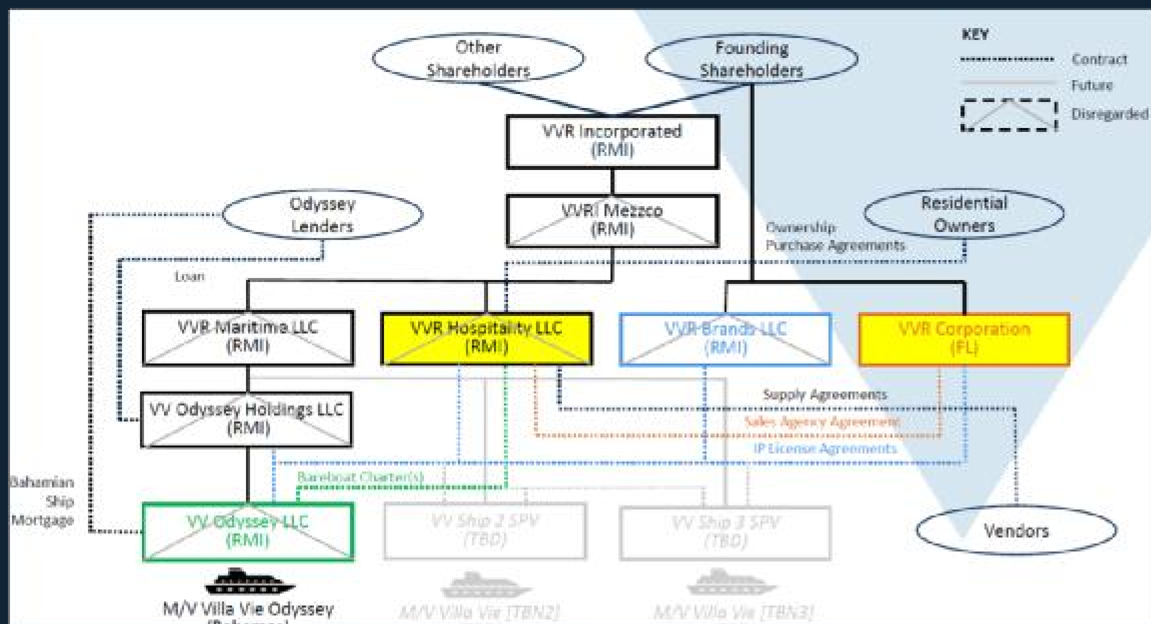
Following is the breakdown and highlights of the Facility:

Owner of Debt Facility: UCP (United Capital Partners)
Structure: Formulaic Term Debt Facility
Line Amount: $6.5M
Availability: $6.5M available at close
Borrowing Formula: 50% advance on Vessel
Term: 60 months
Maturity: 60 months
Rate: 17.5% (Prime currently at 8.50% + 900 basis points)
End of Term/Balloon Payment: Principal due at maturity
Personal Guaranty: Yes
Corporate Guarantees: Yes
Fee: $130K
Collateral: Lien on all Assets

CORPORATE STRUCTURE - CURRENT



CORPORATE STRUCTURE - NEW



SHIP CAPITALIZATION

6 Month Cash Flow

December 2023 to May 15th 2024

Uses	Amount	Timing
Ship Payment 1	2,600,000	Deposit Paid by Dec 7th
Ship Payment 2	3,900,000	Milestone by Jan 15th
Ship Payment 3	6,500,000	Final Payment by Feb 28th,2024
Refurbishment	9,000,000	Paid between Feb 15th and May 15th
Pre-Launch Expenses	1,500,000	Paid between December and May 15th
Total Uses	**23,500,000**	
Sources	**Amount**	**Timing**
Equity (Founders Club)	4,200,000	Nov 27th to Jan 15th
Equity (External)	3,000,000	($2-4m) Feb 25th
Debt Facility	6,500,000	Feb 28th
Cabin Ownership	32,988,400	Dec 15th to May 15th
Maintenance Fees	2,612,941	April 15th
Segment Purchases	7,658,100	Feb 15th
Total Sources	**56,959,441**	
Start-up Cash Flow	**33,459,441**	

OTHER NEWS

- Expected 2024 Dividend – 5%
- Credit Cards – Expected Soon by Groove Pay
- Pre-launch Events – All Invited

QUESTIONS?

CONTACT US

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