

ZHUO YUE LABS

HEADLINE TRANSACTION TERMS

Illustrative investment and sale structures

As of 23 March 2026

TRANSACTION OVERVIEW

Management is pursuing either (i) a minority growth-capital investment, (ii) a control or majority recapitalization, or (iii) a full all-assets sale. The preferred public positioning is flexible, with the minority path presented first and a full-scale asset transaction available for qualified strategic or financial buyers.

Transaction Item	Headline Position
Seller / Counterparty	Zhuo Yue Labs operating platform
Primary transaction paths	Minority equity investment, control recapitalization, or all-assets sale
Inventory treatment	Transfer at close; current landed value estimated at US\$40k–60k
Owned audience	1,300-contact mailing list and 750-member Discord community included in sale perimeter
Asset perimeter	Brand, domains, storefront, codebase, customer data, SOPs, vendor relationships, inventory, and community assets

MINORITY GROWTH-CAPITAL STRUCTURE

Minority Terms	Headline
Pre-money valuation	US\$1.80m
Capital raise size	US\$200k–500k primary
Post-money valuation	US\$2.00m–2.30m
Indicative stake sold	10.0%–21.7% post-money
Use of proceeds	Inventory expansion, hiring, automation, marketing scale, and working capital
Governance	Customary information rights; board structure negotiable

CONTROL / MAJORITY RECAPITALIZATION

Control Terms	Headline
Implied equity value	US\$2.00m
Available stake	51%–80%
Indicative purchase price	US\$1.02m–1.60m
Structure	Flexible mix of primary and secondary consideration
Founder transition	Seller available for negotiated transition support

ALL-ASSETS SALE STRUCTURE

Asset Sale Terms	Headline
Headline all-assets sale ask	US\$1.35m excluding transferred inventory
Inventory at close	Additional purchase price or closing adjustment based on US\$40k–60k landed value
Included assets	Brand, domains, storefront, codebase, CRM/order history, mailing list, Discord, SOPs, vendor relationships
Target buyer profile	Search fund, family office, strategic buyer, or sector competitor
Transition support	Negotiable handover and post-close support period

RATIONALE FOR VALUATION

The headline valuation frame reflects the current sales trajectory, the last-30-day annualized sales run-rate of approximately US\$360k, demonstrated month-over-month growth through the review period, premium brand positioning, pricing power, systemized workflows, owned audience channels, and a meaningful inventory base available for immediate turnover.