

INSTITUTIONAL SEED OFFERING

Scaling AquaLoch™ Across 100 H-E-B Stores & Statewide Texas

\$1,250,000 Target Seed Round • Pitching 3 Anchor Investors with **\$1,000,000 Allocation Capacity** (Expandable up to \$3.0M Accelerated Statewide Rollout).
Confirmed H-E-B Grocery Rollout • Automated Texas Blending Plant • Locked-In 3.0x–4.0x Buyout Structure.

**\$1.25M –
\$3.0M**

SEED OFFERING SIZE
\$1.25M Core Target / \$3M
Max Cap

\$1,000,000

ANCHOR CHECK CAPACITY
Exclusive Lead Partner Allocation

**3.0x –
4.0x**

CONTRACTUAL BUYOUT
MULTIPLE
\$3.0M – \$4.0M Cash Payout
on \$1.0M

THE 60-SECOND INVESTOR THESIS:

Presented by: Rocky Garcia (Strategic Partnerships) & Mike Forostoski
(Founder/CEO)

Confidential • Accredited Investor
Syndicate

The Texas Soil Crisis: Severe Heat, Drought & Broken Chemistry

Over 30 Million Texans face escalating drought conditions, Stage 2 and Stage 3 municipal watering restrictions, and dying landscapes exacerbated by obsolete synthetic fertilizers.

1. Severe Heat & Water Bans

South and Central Texas endure triple-digit summer heat and severe municipal watering caps (once per week or sprinkler bans). Homeowners watch thousands of dollars in sod, shrubs, and ornamental trees burn out.

2. Synthetic Salt Degradation

Big-box synthetic brands (Scotts, Miracle-Gro) rely on high-salt chemicals that deliver a temporary green flash but burn beneficial microbiology and compact native clay into impermeable hardpan concrete.

3. 60% Water Runoff Waste

Because compacted soil cannot absorb moisture, up to 60% of costly irrigation runs straight down storm drains. Homeowners spend heavily on water bills with zero retention.

The \$1.2 Billion Texas Market Opportunity:

Texas residential lawn and garden care represents a **\$1.2 Billion** annual market. Homeowners and commercial HOAs are actively seeking proven bio-solutions that cut water demand in half, pass municipal water restrictions, and permanently restore heat-stressed soil.

The AquaLoch Solution: Soil Biology + Moisture-Locking Science

AquaLoch combines advanced eco-safe bio-hydrogel polymers with regenerative soil minerals, cutting irrigation demand by 30%–50% while permanently restoring root microbiology.

Proprietary Formulation Breakthroughs

- **TerraLoch™ Sodium CMC Hydrogel Matrix:** Unlike toxic agricultural polyacrylamides (PAM) that leave hazardous residues, AquaLoch utilizes high-purity Carboxymethylcellulose (CMC) bio-polymers that create millions of subsurface water reservoirs right at the root zone.
- **Microbial Clay Decompaction:** Specialized mycorrhizal fungi and beneficial bacterial inoculants digest compacted clay hardpan, unlocking bound phosphorus and aeration channels.
- **Holistic Mineral & Carbon Complex:** Pharmaceutical-grade worm castings, volcanic zeolite, biochar, carbon sugars, and biostimulants replace the cluttered 5-bag synthetic chemical calendar.
- **Zero Chemical Burn Guarantee:** 100% non-toxic and eco-safe for children, family pets, and local Texas water tables.

Agronomic Performance Metrics

-40%

IRRIGATION
REQUIRED

3X

ROOT DEPTH &
DENSITY

100%

NON-TOXIC &
PET SAFE

0%

RISK OF LAWN
BURN

"Applied CMC is significantly more effective than applied PAM in reducing soil sorptivity and water infiltration in sandy loam soils while lowering unit costs." — Journal of Agronomic Soil Science

EMPIRICAL PROOF

Field Validated: From South Texas Acreage to Master-Planned HOAs

AquaLoch's formulations are backed by multi-season field trials across high-heat Texas pastureland, commercial crops, residential turf, and enterprise commercial landscapes.

Bobby Ledom Pasture Trial

Result: Dramatically increased pasture forage biomass and cattle stocking capacity during extreme drought without adding synthetic nitrogen fertilizers.

Documented root depth expansion and soil moisture retention.

Moore Oats Commercial Crop

Result: 25% cut in synthetic fertilizer delivered *higher* oat yield, denser root establishment, and darker green coloration than untreated control acreage.

Photographic biomass proof and root-mass comparative analysis.

Parks Lawn & Crepe Myrtle

Result: Severe chlorosis, heat wilting, and brown patches fully reversed within a 14-day treatment cycle; full ornamental leaf canopy restoration.

Rapid residential green-up with 40% reduction in irrigation.

FirstService Residential Commercial HOA Expansion

COMMERCIAL PILOT

The H-E-B Retail Contract: 100 Stores Confirmed Early 2027

H-E-B is Texas’s undisputed grocery titan (340+ stores, \$38B+ revenue, #1 grocery brand loyalty in America). Securing 100 stores is a transformative milestone that guarantees immediate consumer velocity.

Contract Rollout Parameters

- **Store Footprint:** 100 premier H-E-B Supermarkets and Plus! locations across San Antonio and Central Texas corridors.
- **Prime Launch Window:** Early 2027 delivery timed precisely for the peak Texas Spring lawn preparation window (February–May).
- **High-Visibility Merchandising:** Featured placement in seasonal lawn, garden, and patio aisles.
- **Grocery Basket Price Point:** Accessible impulse MSRP of \$24.99–\$29.99 per stand-up retail pouch.
- **Automatic Chain-Wide Expansion:** Validating sell-through in the initial 100 stores creates a direct runway to expand across all 340+ stores statewide.

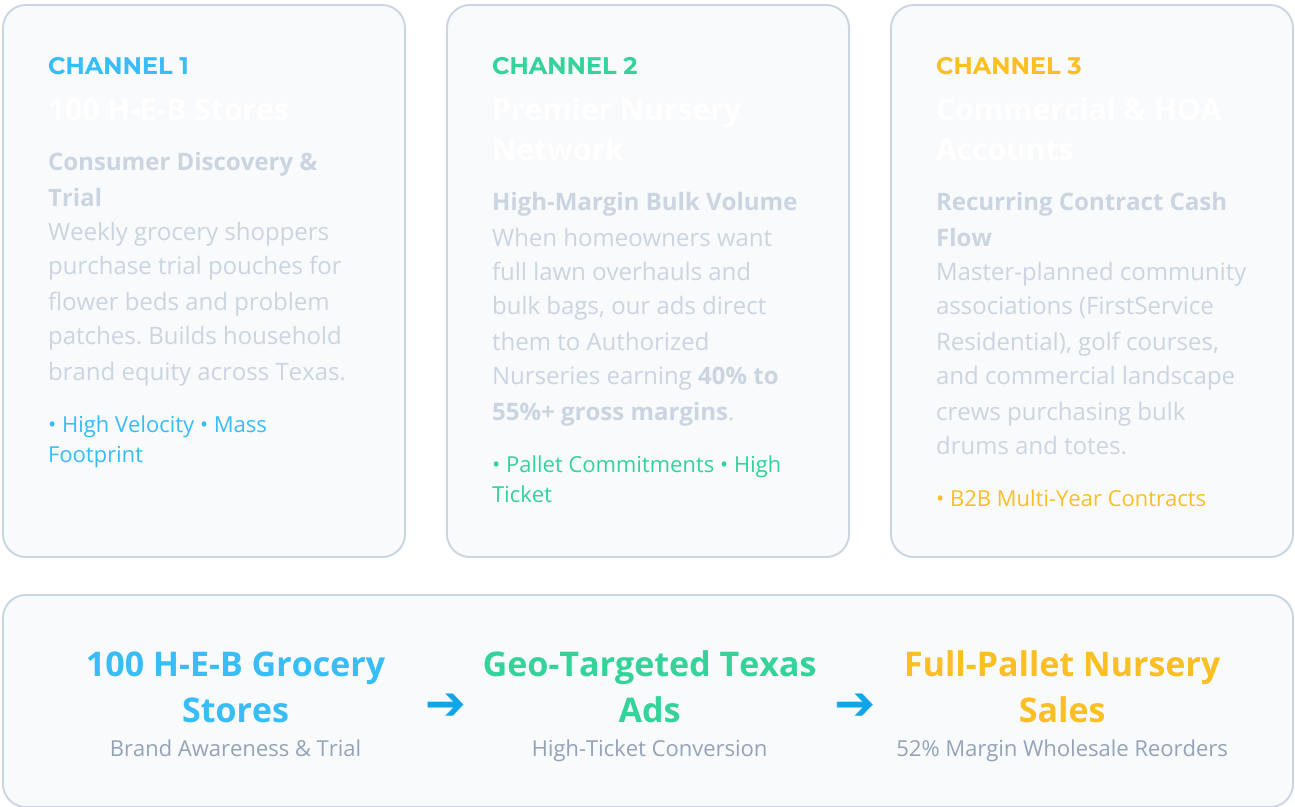
The Revenue Velocity Model

Rollout Stage	Monthly Units	Annual Wholesale Rev
Initial 100 Stores (Base 2 units/wk)	800 units	\$148,800
Initial 100 Stores (Expected 5 units/wk)	2,000 units	\$372,000
100 Stores Peak Spring Blitz (8 units/wk)	3,200 units	\$595,200
Statewide Expansion (All 340+ H-E-B Stores)	6,800 units	\$1,264,800+

*Wholesale price \$15.50/unit at \$25.99 retail MSRP (~40.4% retailer margin).

The Omnichannel Retail Flywheel: H-E-B + Premier Nurseries

H-E-B grocery aisles create mass brand awareness. We leverage that awareness to drive high-margin bulk purchases to independent nurseries and commercial accounts.



Scaled Manufacturing Drives 75%+ Gross Profit Margins

With capital deployed into automated Texas blending and packaging infrastructure, AquaLoch lowers unit COGS from \$5.25 down to \$3.80, generating industry-leading cash flow.

Unit Economics Breakdown (MSRP \$25.99)

Consumer Retail Price (MSRP):	\$25.99
H-E-B Wholesale Selling Price:	\$15.50
Retailer Gross Margin:	40.4%
Raw Materials (CMC Polymer, Castings, Minerals):	\$2.10 (Volume Discounted)
Automated Packaging Pouches & Barcoding:	\$1.10 (Automated Line)
Pallet Freight & Logistics:	\$0.60
AquaLoch Scaled Unit COGS:	\$3.80

AquaLoch Scaled Gross Profit: \$11.70 (75.5% Gross Margin)

3-Year Pro Forma Financial Growth

Financial Metric	2027 (Launch)	2028 (Statewide)	2029 (Regional)
Active Retail Stores	100 H-E-B + 25 Nurs.	340+ H-E-B + 80 Nurs.	850+ Retail Doors
Total Retail Units Sold	110,000 units	360,000 units	950,000 units
Gross Wholesale Revenue	\$1,705,000	\$5,580,000	\$14,725,000
Cost of Goods Sold (COGS)	\$418,000	\$1,368,000	\$3,610,000
Gross Profit	\$1,287,000 (75.5%)	\$4,212,000 (75.5%)	\$11,115,000 (75.5%)
Net Operating EBITDA	\$585,000 (34.3%)	\$2,150,000 (38.5%)	\$5,650,000 (38.4%)



CAPITAL DEPLOYMENT TIERS

Offering Architecture: \$1.25M Target vs. \$3.0M Expansion Tier

AquaLoch is raising a \$1.25M baseline seed round, with an expansion tranche up to \$3.0M if all three \$1,000,000 anchor investors participate concurrently.

TIER 1: \$1,250,000 Core Target Raise

- **Automated Blending & Bagging Equipment (\$400,000):** In-house rotary pouch packaging line in Texas, cutting COGS by 35%.
- **Bulk Raw Materials & 100-Store Inventory (\$450,000):** Volume purchasing of Sodium CMC polymers, worm casting reserves, and volcanic minerals.
- **In-Store Merchandising & Digital Co-Op Ads (\$250,000):** Custom H-E-B endcaps, shelf-talkers with QR videos, geo-targeted digital advertising.
- **Logistics, DC Freight & Working Capital Buffer (\$150,000):** 60-day grocery invoice float, freight reserves, and contingency capital.

TIER 2: \$3,000,000 Statewide Moat Tier (3 x \$1M)

- **Expanded Industrial Production Facility (\$800,000):** Full-scale Texas compounding hub capable of producing 10,000 units/day.
- **Chain-Wide 340+ H-E-B Store Inventory Reserves (\$1,100,000):** Fully funds inventory to capture all H-E-B grocery locations across Texas immediately upon trial graduation.
- **Statewide Media Blitz & Sports Sponsorships (\$600,000):** Regional radio, outdoor highway billboards, gardening talk-radio sponsorships.
- **Commercial HOA & Agronomic Sales Division (\$500,000):** Dedicated B2B sales team capturing large-acreage HOA and golf course contracts.

Syndicate Allocation Scenarios: Either 1 Lead Anchor Investor @ \$1.0M + \$250K co-investment, OR a 3-way syndicate of \$1.0M each (\$3.0M total) securing total Texas market dominance.

**FLEXIBLE
ARCHITECTURE**

3 Levels of Buyout: Valuating Early Shares at \$10M, \$100M & \$1 Billion

How jumping on early as an anchor investor compounds across three distinct enterprise exit milestones—from regional Texas retail buyout to global agronomic unicorn.

LEVEL 1: REGIONAL BUYOUT

\$10,000,000

Trigger: 100+ to 340+ H-E-B stores, 50+ Premier Nurseries, FirstService HOA commercial rollout.

\$1,000,000 CHECK PAYOUT

\$1.5M – \$3.0M

Protected by 3.0x Contractual Floor

- **Return Multiple:** 1.5x – 3.0x ROI
- **Per \$100K Check:** \$150K – \$300K
- **Likely Buyer:** Regional Lawn & Garden Consolidator, PE Recapitalization, or Founder Buyout Call

LEVEL 2: STRATEGIC M&A

\$100,000,000

Trigger: Sunbelt & National Retail Expansion (Lowe's, Home Depot, Ace Hardware, Tractor Supply, H-E-B).

\$1,000,000 CHECK PAYOUT

\$10.0M – \$14.3M

+\$9.0M to +\$13.3M Pure Net Profit

- **Return Multiple:** 10x – 14.3x ROI
- **Per \$100K Check:** \$1,000,000 – \$1,430,000
- **Likely Buyer:** Scotts Miracle-Gro, Central Garden & Pet, Bayer/Envu, BioWorks, Tier-1 PE

LEVEL 3: UNICORN / MEGA-CAP

\$1 BILLION

Trigger: Global Agronomic Disruption, row-crop bio-hydrogel replacement, global anti-desertification contracts.

\$1,000,000 CHECK PAYOUT

\$70.0M – \$100.0M+

Generational Wealth Creation

- **Return Multiple:** 70x – 100x+ ROI
- **Per \$100K Check:** \$7,000,000 – \$10,000,000
- **Likely Buyer / Exit:** Nutrien, Syngenta, BASF, Corteva, Deere, or Wall Street IPO (NYSE)

The Asymmetric Return Profile: Downside is protected by the contractual 3.0x buyout call floor (\$3.0M on \$1M check), while early seed equity retains unlimited upside scaling to \$14M+ at strategic M&A and up to \$100M+ at unicorn valuation.

**ASYMMETRIC
70X-100X
UPSIDE**

LEADERSHIP & EXECUTION

Experienced Leadership & Veteran-Owned Operational Grit

AquaLoch combines proprietary agronomic formulation science with boots-on-the-ground commercial growth and retail distribution leadership.



Mike Forostoski

FOUNDER & CHIEF EXECUTIVE OFFICER

U.S. Military Veteran • Soil Chemistry Pioneer

Visionary behind AquaLoch's proprietary bio-retention matrices, subsurface hydrogel delivery systems, and biological formulations. Directs compounding, research trials, and manufacturing supply-chain logistics.

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Rocky Garcia

CO-FOUNDER & STRATEGIC PARTNERSHIPS

Retail Expansion & Commercial Growth Lead

Spearheads retail channel development, nursery partner expansion, and municipal/HOA contract pipelines across San Antonio and broader Texas. Built the H-E-B entry strategy and premier nursery distribution network.

✉️ Teamphoenixsa@gmail.com

The Veteran-Owned Competitive Edge:

Disciplined execution, lean operational overhead, and privileged supplier access. AquaLoch qualifies for certified Veteran-Owned Small Business vendor preferences with major commercial institutions, municipal contracts, and corporate supply chains.

2026–2029 Strategic Milestones & Execution Horizon

Clear quarterly operational milestones driving manufacturing automation, retail expansion across Texas, and the investor buyout event.

Q4 2026

Syndicate Close & Plant Automation

- Close \$1.25M–\$3.0M seed round.
- Commission automated rotary blending & pouching line.
- Finalize GS1 UPC barcodes and master EDI compliance.

Q1 2027

100 H-E-B Store Rollout

- Fulfill purchase orders to H-E-B distribution centers.
- Launch in-store retail shelf-talkers with QR trial videos.
- Onboard initial 25 premier independent nursery partners.

Q2–Q4 2027

Spring Blitz & Statewide Trigger

- High-velocity spring selling campaign.
- Trigger chain-wide expansion across all 340+ H-E-B doors.
- Scale commercial HOA service revenue with FirstService.

2028–2029

Series A & Investor Buyout

- Reach \$15M+ gross revenue run rate.
- Institutional evaluation round (\$25M–\$40M).
- **Execute 3.0x–4.0x Investor Buyout Call Option.**

Immediate Next Step: Execution of the Binding Term Sheet and capital escrow prior to plant automation commissioning cut-off.

CLOSING WINDOW OPEN

Secure Your Allocation in AquaLoch's Seed Syndicate

Allocations are strictly limited. Lock in preferred pre-seed pricing, direct supermarket distribution backing, and guaranteed contractual buyout terms.

Summary of Offering Terms

Target Offering Size: **\$1,250,000 USD (Base) / \$3,000,000 (Max)**

Anchor Ticket Capacity: **\$1,000,000 per Anchor Investor**

Security Vehicle: **Class B Preferred Non-Voting Units / SAFE**

Investor Governance: **Silent Partner (100% Passive, Zero Liability)**

Pre-Money Valuation Cap: **\$6,000,000 USD**

Next Round Pricing Discount: **30% Off Series A Price**

Contractual Buyout Option: **3.0x – 4.0x Cash Return (\$3M–\$4M Payout on \$1M)**

Subscription Procedure

- **Term Sheet Execution:** Confirm individual allocation (\$1,000,000 anchor or co-investment tranche).
- **Subscription Agreement:** Execute the formal Class B Preferred Joinder Agreement.
- **Capital Wire:** Wire funds to AquaLoch, LLC dedicated commercial operating escrow.
- **Formal Unit Certificate:** Receive official Class B unit certificate, cap table registration, and quarterly financial dashboard access.

Direct Founder Access:

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AquaLoch, LLC • Veteran-Owned Business • San Antonio, Texas