



MAJOR NEW MONOPOLISTIC
ATTRACTION IN CENTRAL LONDON
REUSING THE KINGSWAY
EXCHANGE TUNNELS

INTRODUCTION |

1. What is the target company? The London Tunnels Limited.
2. The annual capacity of visitors is over 4,000,000 a year; this determines the valuation.
3. Historical importance : The location of Special Operations Executive (MI6), Ian Flemings “Q-branch” from the James Bond books, Cuban missile crisis & Deepest bar in the world.
4. What The London Tunnels will become when completed.
5. How to invest : Private Equity Fund.
6. When the initial investment (initial subscription) will be repaid : Q4, 2023.
7. How this initial investment will be repaid?
8. Value of the remaining investment : Exit Strategy.

1. WHAT IS THE TARGET COMPANY? |

**MAJOR NEW
ATTRACTION IN
CENTRAL
LONDON**

**WHAT IS THE
TARGET
COMPANY? THE
LONDON
TUNNELS
LIMITED.**

**IMMENSE SIZE
40 M BELOW
LONDON**

**OVER A MILE
LONG, WITH
TUNNELS THE
SIZE OF THE
EUROSTAR. BIG
ENOUGH TO
CONTAIN TWO
DOUBLE DECKER
BUSES.**

**IDEALLY
LOCATED**

**ACCESSIBLE TO
45 M PEOPLE
WITH A
CAPACITY OF 4M
PEOPLE
ANNUALLY,
LOCATED IN
CENTRAL
LONDON.**

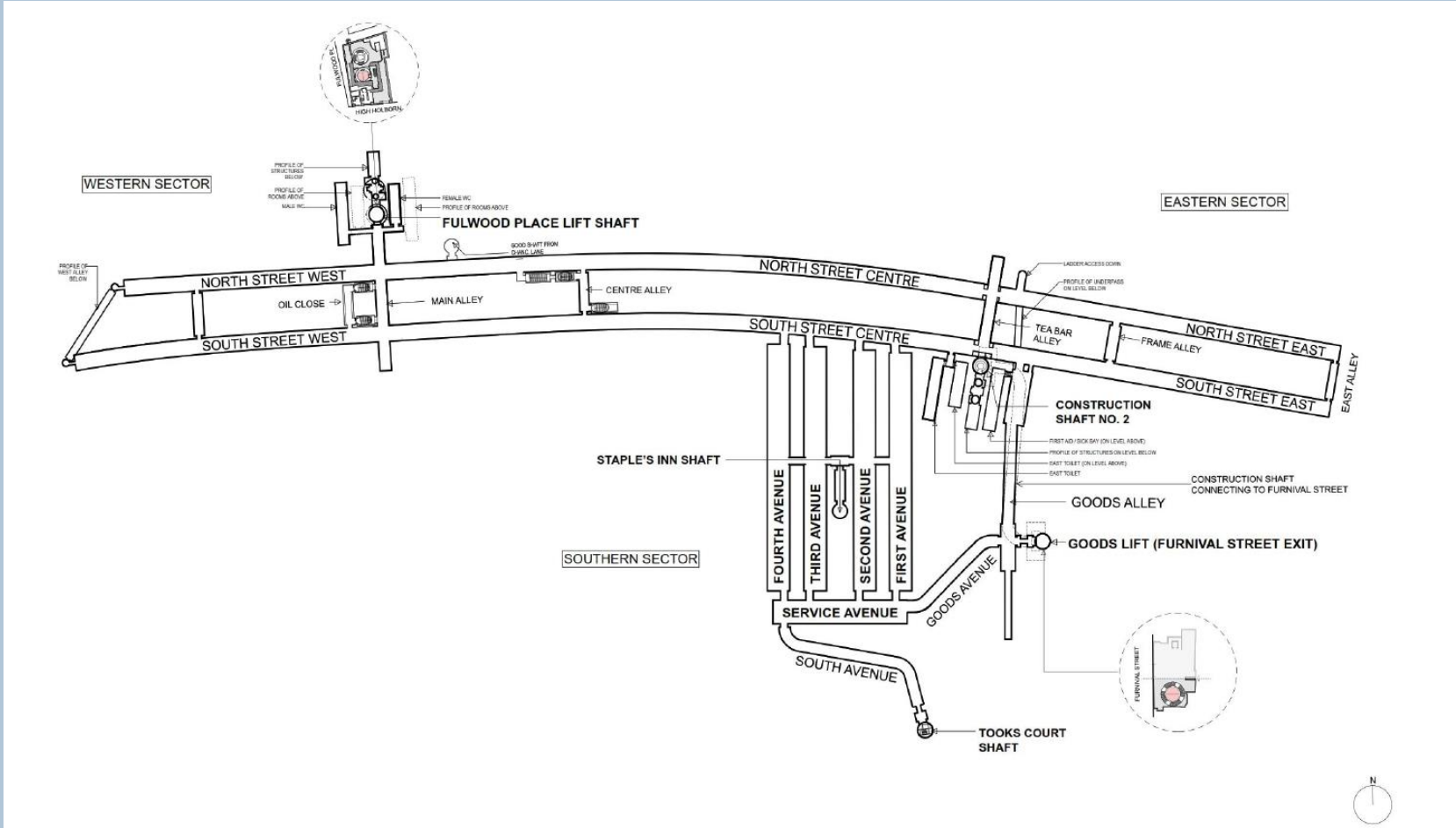
**COMPLETED
STAGE ONE OF
RIBA WITH FULL
PLANNING
APPLICATION
APPROVAL FOR
Q2 2024**

**COMMITTED TO
REGENERATION
OF LONDON,
IMPROVEMENT
OF THE LOCAL
AREA, IMPROVED
TOURISM FOR
LONDON.**

**INTENDED TO
BECOME A
PUBLIC LISTED
COMPANY
Q4, 2023**

**INTENDED TO
LIST A PREMIUM
REDEMPTION
BOND ON THE
LONDON STOCK
EXCHANGE.**

PLAN OF THE KINGSWAY EXCHANGE TUNNELS |



TRAVEL DISTANCE | THE LONDON TUNNELS



* diagram highlighting the nearby tourist attractions and their proximities to the London Tunnels

CUTAWAY OF THE LONDON TUNNELS |



TUNNELS OF IMMENSE SIZE | WITH A DIAMETER OF 7.6M



TARGET COMPANY |

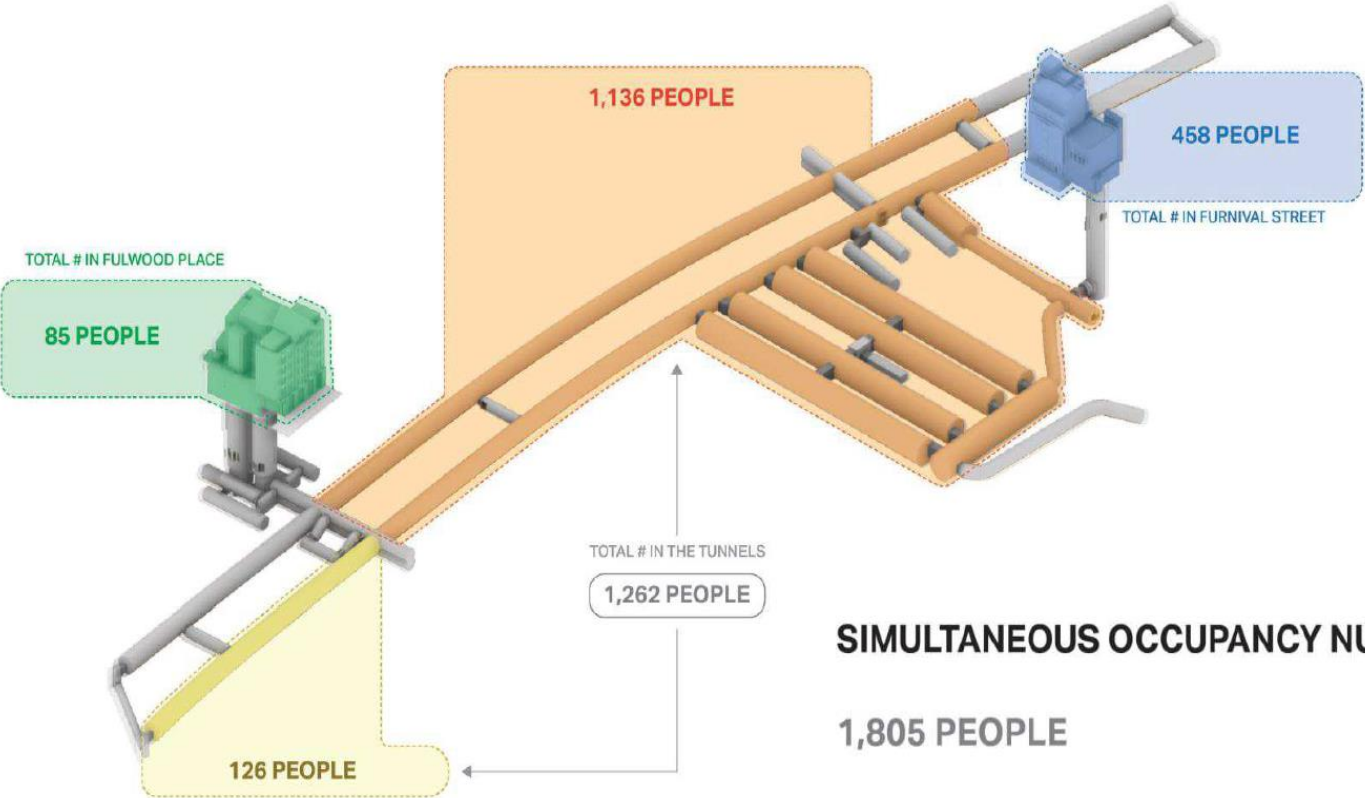


2. WHAT DETERMINES THE VALUE? |

- The annual capacity of visitors is over 4,000,000 a year.
- The London Eye gets 3.5/4m visitors a year.
- In 2015, the London Eye was valued at £700m.
- By 2025, London is projected to attract over 40 million overnight visitors a year.
- Deloitte estimate that the social asset value of the Sydney Opera House is \$6.2 billion.

CAPACITY CALCULATIONS |

Occupancy Brief

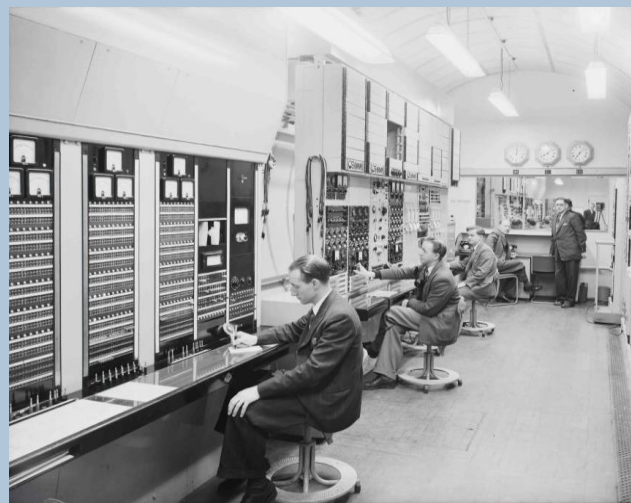


1,118 VISITORS (THERE ARE 18 STAFF) PER HOUR * 10 HOURS * 360 DAYS = 4,024,800

3. HISTORICAL IMPORTANCE |

- The Kingsway Exchange Tunnels were constructed to protect London from the bombing by Germany which occurred during the London Blitz.
- The actual “Q Branch” from James Bond was located in the Kingsway Exchange Tunnels.
- The tunnels were used for communications during the Cuban Missile Crisis.
- The tunnels will contain the world's deepest bar.

HISTORICAL IMPORTANCE |



4. WHAT ARE THE TUNNELS GOING TO BE TURNED INTO?

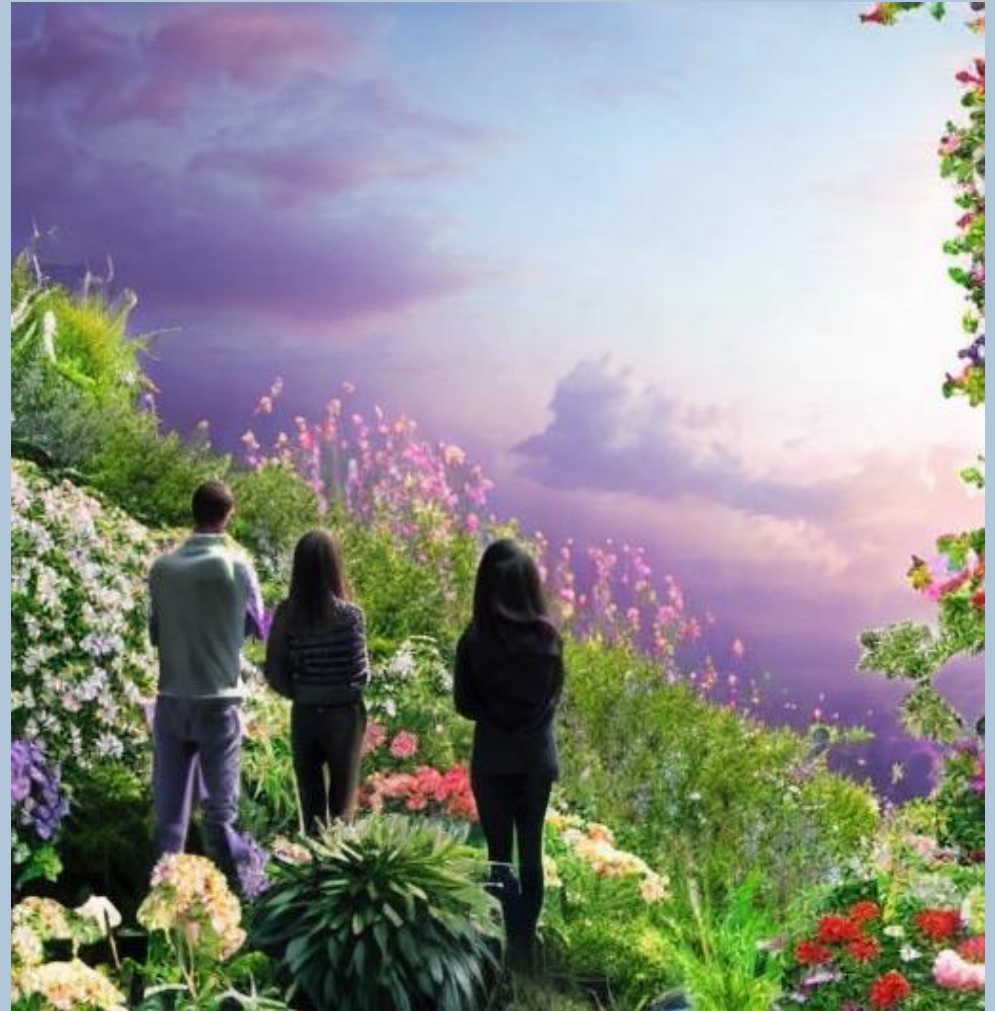
ARTIFICIAL INTERPRETATIONS |



ARTIFICIAL INTERPRETATIONS |



ARTIFICIAL INTERPRETATIONS |



ARTIFICIAL INTERPRETATIONS |



5. HOW TO INVEST? PRIVATE EQUITY (ESG) FUND INC



PRIVATE EQUITY (ESG) FUND INC.

WHY INVEST IN THE PRIVATE EQUITY (ESG) FUND INC



Venture Capital/Private Equity Return. In The Risk and Return of Venture Capital (NBER Working Paper No. 8066) the average return is almost 700%. About 15% of the companies that go public/are acquired achieve returns greater than 1000%.



Target Company. The early-stage private companies asset is Unique, irreplaceable and monopolistically located between the British Museum and the Tate Modern in Central London with access to 45m people within 45 minutes.



Investment Timeframe. Initial subscription amount is expected to be fully distributed and returned within 18 months. The Fund term is three (3) years to seven (7) years. Equity holding periods for private equity have averaged 5.4 years in 2020.



Complementary Asset Class. Allocations to private equity could prove complementary for investors looking to improve overall portfolio returns and gain exposure to the substantial pool of investment opportunities beyond the stock market.



INVESTMENT OBJECTIVE AND STRATEGY

The Fund's investment objective is to achieve superior capital appreciation through an investment in the "Target Company" which is an early-stage private company that will have a sustainable, environmental and social impact and the company's operations are consistent with a number of government policies specifically related to climate change and education. The "Target Company" is expected to benefit from the economic recovery post Covid-19 and the ongoing economic development and growth of London. The Target Company's corporate board will be diversified and have strong governance policies with independent directors.

FUND COMPARISON

Comparison performance of private equity funds globally and S&P 500 index in different time periods over the last 18 years.



This document is issued by Castlestone Management LLC ("We"). The information contained in this document is not directed at, nor is it intended for distribution to, or use by, persons in any jurisdiction in which the investment products are not authorized for distribution or in which the dissemination of information regarding the investment products is not permitted. This document is not offering to sell any product.

QUICK FACTS*

Asset Class	Private Equity
Structure	Private Fund
Regulation	Cayman Islands Monetary Authority
Domicile	Cayman
Launch Date	30 September 2022
Sub Fund Base Currency	GBP
Share Class Currencies	USD/GBP/EUR
Dealing frequency	Closed Ended
Legal advisor	BGA Law (Cayman) Limited
Investment Advisor	Castlestone Management LLC
Administrator	Bolder Fund Services (Netherlands) B.V.
Auditor	Baker Tilly (Cayman) Ltd
Bank	Northern Trust
Leverage	No
Management Fee	1.75%
Participation Fee	20%
Minimum Investment	USD 10,000/EUR 10,000/GBP 10,000

RISKS

Investment in the Fund carries substantial risk. There can be no assurance that the Fund's investment objective will be achieved, and investment results may vary substantially over time. Investment in the Fund is not intended to be a complete investment programme for any investor. Prospective investors should carefully consider whether an investment in the shares is suitable for them in light of their circumstances and financial resources (see further under "Risk Factors" in the Offering Memorandum). There is a possibility that prospective investors could lose all their investment. If you are in any doubt about the contents of the Offering Memorandum you should consult your professional financial advisor.

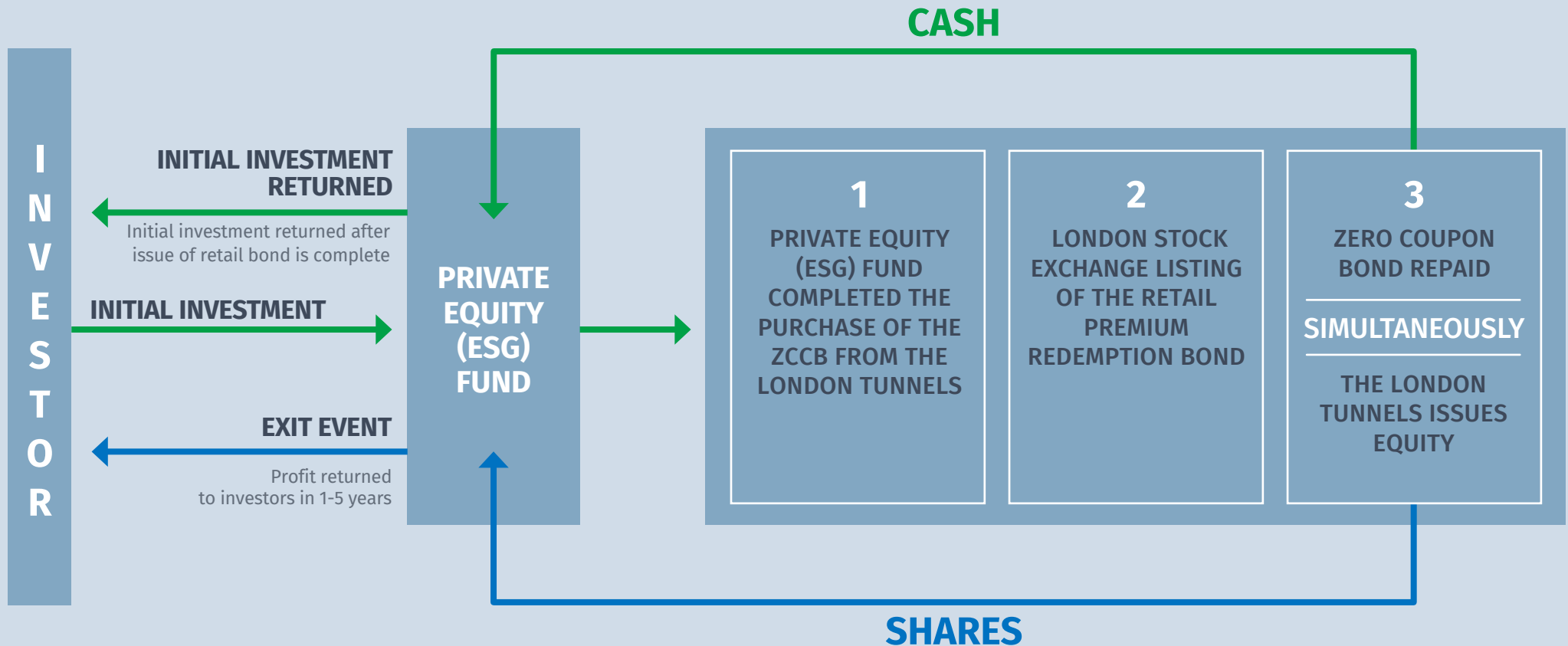
TIMEFRAME (ESTIMATED TARGET)

DATE	ACTION
Q1 2022	> Planning Approval Obtained
Q3 2022	> Exclusive Agreement Signed with BT
Q4 2022	> Commencement Of Zero Coupon Convertible Bond > Planning Application Started
H1 2023	> Planning Application Continues: Meeting Council/Stakeholders
H2 2023	> Community Consultation/Press Release.
H2 2023	> Proposed Funding
H2 2023	> Proposed Repayment of Zero Coupon Convertible Bond
Q1 2024	> Initial Subscription Repayment > Full Investment Retained
2027/2029	> Realisation of Full Investment

FUND INFORMATION |

Asset Class	Private Equity
Structure	Private Fund
Regulation	Cayman Islands Monetary Authority
Domicile	Cayman
Launch Date	30 September 2022
Sub Fund Base Currency	GBP
Share Class Currencies	USD/GBP/EUR
Dealing frequency	Closed Ended
Legal advisor	BGA Law (Cayman) Limited
Investment Advisor	Castlestone Management LLC
Administrator	Bolder Fund Services (Netherlands) B.V.
Auditor	Baker Tilly (Cayman) Ltd
Bank	Northern Trust
Leverage	No
Management Fee	1.75%
Participation Fee	20%
Minimum investment	USD 10,000/EUR 10,000/GBP 10,000

TIMELINE | OF INVESTMENT



6. PROPOSED TIMELINE |

Q1 2022

- Pre-Planning Approval Obtained

Q3 2022

- Exclusive Agreement Signed with BT.

Q4 2022

- Commencement of Zero Coupon Convertible Bond Planning Application Started.

H1 2023

- Planning Application Continues: Meeting Council/Stakeholders RIBA stage 1 completed.

H2 2023

- Community Consultation/Press Release - see attached example (Financial Times). The London Tunnels proposes a LSE listed retail bond.

H2 2023

- **Proposed Funding** Via LSE retail bond, please see propose use of funds.

H2 2023

- Proposed Repayment of Zero-Coupon Convertible Bond. Repayment Completed by Q1 2024

7. HOW THE INITIAL INVESTMENT (SUBSCRIPTION) WILL BE REPAID

PROPOSED LONDON STOCK EXCHANGE DEBT LISTING |



**LONDON
STOCK
EXCHANGE**

STERLING PREMIUM REDEMPTION BOND WITH 6% COUPON |

PREMIUM REDEMPTION BOND WITH 6% COUPON | AAR 18.92%*

A Premium Redemption Retail Bond is a type of bond issued by a company that is designed to be sold to individual investors. It is a debt instrument that typically has a fixed interest rate and a maturity date. The bond may also have a premium redemption feature, which means that the bond issuer can choose to pay back the bond earlier than the maturity date, typically at a premium price. This will be contingent on a corporate event such as a takeover or listing.

What is Premium Redemption?

Premium redemption is money over and above the face value of a callable bond that the issuer pays to bondholders if the bond is called. These bonds are typically sold in smaller denominations, making them more accessible to individual investors, and can be traded on stock exchanges. Premium redemption retail bonds are typically considered to be less risky than stocks, but they do come with some risk, as the bond issuer could default on the bond or fail to redeem it early because a corporate event does not occur before maturity. As with any investment, it's important to carefully consider the risks and potential returns before investing in a premium redemption retail bond.

What is a Callable Event?

A callable event is either a corporate action or listing. A callable bond is a bond that the issuer is permitted to redeem or repay before the maturity date, in the case of a callable event. This feature can be beneficial for investors as it provides them with the opportunity to receive their principal investment back sooner than expected, while also earning a premium on the bond.

*This Average Annualised Return Calculation is based upon the Premium Redemption Bond being redeemed in 4 years time, giving a capital appreciation of 18.92%.

USE OF FUNDS |

- Debt Consolidation | **Zero Coupon Convertible Bond**
- Complete Stages | RIBA 3/RIBA 4
- Asset Purchase | Associated with Entry/Exit to the Facility
- Asbestos Strategy/Removal | Costs shared with British Telecommunications (BT)
- Operating Capital | General Operation

PRESS RELEASE | PREVIOUS WORK BY D B O X

Newspaper of the Year

FINANCIAL TIMES

WEDNESDAY 3 APRIL 2019

WORLD BUSINESS NEWSPAPER

UK £2.70 Channel Islands £3.00; Republic of Ireland €3.00

Below zero

Negative yields herald eurozone's 'Japanification' — JOHN PLENDER, PAGE 26

Disunited Nato

Alliance's low-key 70th birthday is a sign of the times — BIG READ, PAGE 9



Martin Wolf

China's economy is picking up pace despite trade risks — OPINION, PAGE 11

Tall order 'Tulip' tower to set City record

A bulbous 305m-high viewing tower, to be known as the Tulip, has received approval from the City of London's planning committee.

The tallest building in the City — and second only in height to the capital's Shard, which claims the title of western Europe's biggest tower — would be London's first purpose-built viewing structure with rotating viewing pods, sky bar and rooftop terrace.

The landmark, planned by the owners of the "Gherkin" tower and designed by Foster + Partners, must still win approval from Sadiq Khan, the London mayor. Construction is expected to start next year, with plans to complete the



Briefing

► **MPs accuse Big Four of underpricing**

Rachel Reeves, the chair of the business committee who oversaw the industry review, has accused the firms of shutting out competitors by underpricing audits only to later negotiate a higher fee.— PAGE 2

► **Superdry founder returns to board**

A tussle at the fashion chain has ended in victory for co-founder Julian Dunkerton, who was voted back on to the board. Chairman Peter Bamford and chief Euan Sutherland quit in response.— PAGE 13

► **Finance fees risk hemming in Debenhams**

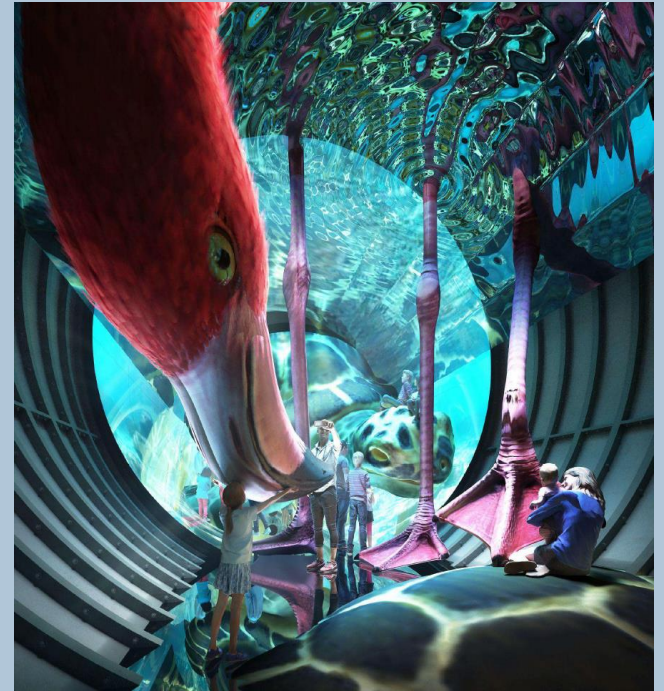
The tens of millions in fees the chain has had to pay for emergency funding have raised pressure on it as it battles to stem falling sales, cut costs and fend off attention from Mike Ashley's Sports Direct.— PAGE 18

► **Reckitt chief's pay rises 70% to £15.2m**

Rakesh Kapoor has seen his pay driven higher largely by



ARTIFICIAL INTERPRETATIONS |





The London Tunnels Ltd will be listing a FCA approved premium redemption retail bond on the main market of the London Stock Exchange.

BUSINESS DESCRIPTION

The London Tunnels will be a walk through immersive entertainment experience within the adaptively reused Kingsway Exchange Tunnels 40 metres below ground.

Key Facts

- Located in Central London, under Chancery Lane tube station.
- Capacity of up to 5 million people. The actual "Q Branch" from James Bond was located in the Kingsway Exchange Tunnels.
- Partnered with world-class counterparties, including WilkinsonEyre, WSP, Gardiner & Theobald, TVAC, and DBOX.
- Tunnels are of immense size 40m under ground and over a mile in length.

COMPANY VALUATION FREE CASH FLOW YIELD (Yr 3)

£56.4m Free Cash Flow

£32.50 Ticket Price

3m Visitors (Yr 3)

£940
Million

PROJECTED POTENTIAL VALUATION BASED ON EBITDA (Yr 3)

With the tunnels being in such a prime location for an immersion experience, The London Tunnels Ltd would be a potential target for companies already investing in the immersive entertainment market. Companies such as Warner Brothers and Disney have the perfect premium content to utilise this unique space.



In 2015, the London Eye was valued at £700m. Deloitte estimate that the social asset value of the Sydney Opera House is \$6.2 billion.

In 2012 the Eiffel Tower was estimated to be worth €435bn (\$545 billion) to the French economy. The Eiffel Tower is the most valuable monument in Europe.

MARKET

The immersive experiences market was valued at \$21.7B USD (by Precedence Research, 2022), and is poised to reach \$134.2B USD by 2030. As highlighted through this substantial growth, the market is in a very healthy state.

London's vast footfall translates into impressive visitor statistics for the city's tourist attractions including: The London Eye (3.5m visitors a year) and Madame Tussauds (2.5m visitors a year). By 2025, London is projected to attract over 40 million overnight visitors a year.

Greater Paris recorded 38 million tourists in 2018 and is estimated to welcome more than 50 million in 2040.

INVESTMENT INFORMATION

6% COUPON RATE

100% PREMIUM REDEMPTION*

6 Years BOND TERM LENGTH

£45m DEBT TO BE RAISED

*The receipt of a coupon will be at the discretion of the Issuer. The Issuer will offer to redeem the Bonds at a date earlier than the Maturity Date ("Early Redemption Offer"), if a Subscriber agrees to an Early Redemption Offer the Issuer will pay 100% Premium. 100% premium of the Principal Amount, plus any additional coupon payment (100% premium of the Principal Amount).

THE LONDON TUNNELS LIMITED

Term Sheet for Retail Bonds due 2029

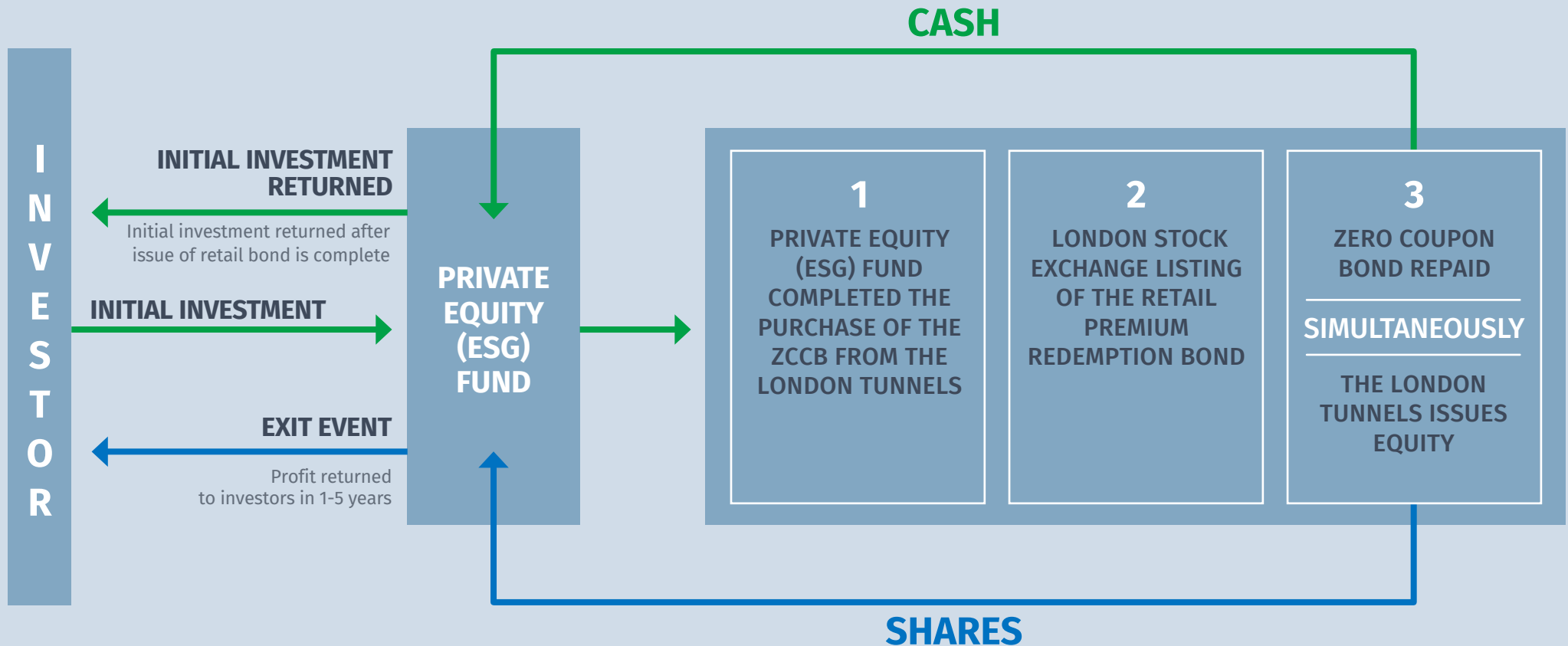
The following is a summary of the principal terms of the Retail Bonds proposed to be issued by The London Tunnels Limited (the "Issuer") and shall be qualified in its entirety by the Trust Deed to be executed by the Issuer. The information contained in this summary is not intended to be exhaustive.

IF YOU ARE IN ANY DOUBT ABOUT THE CONTENTS OF THIS DOCUMENT YOU SHOULD CONSULT A PERSON AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000 (AS AMENDED) WHO SPECIALISES IN ADVISING ON THE ACQUISITION OF SECURITIES OF THIS NATURE IF YOU ARE IN THE UNITED KINGDOM OR, IF NOT, ANOTHER APPROPRIATELY AUTHORISED PERSON.

THIS DOCUMENT DOES NOT CONSTITUTE AN OFFER TO SELL, OR A SOLICITATION OF AN OFFER TO BUY, SECURITIES IN THE UNITED STATES. THE [UNSECURED] RETAIL BONDS HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE US SECURITIES ACT OF 1933 OR THE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES. ACCORDINGLY, THE [UNSECURED] RETAIL BONDS MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES EXCEPT IN TRANSACTIONS EXEMPT FROM, OR NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE US SECURITIES ACT AND APPLICABLE US STATE SECURITIES LAWS.

Issuer	The London Tunnels Limited (CRN: 13160590)
Bond Trustee	[M&G Trustee Company Ltd]
Common Depository/Transfer Agent/Paying Agent	[The Bank of New York Mellon]
Retail Bonds	Up to £40,000,000 ("Principal Amount") unsecured retail bonds ("Bonds"), constituted under a Trust Deed in global note form to be executed by the Issuer
Status of Bonds	The Bonds shall rank equally as an unsecured obligation and without any preference among themselves and as a unsecured obligation of the Issuer
Denomination	The nominal amount of each Bond will be £1,000
Tranches	Bonds to be issued in tranches, up to 4 tranches within Original Date of Issue and provided aggregate principal amount does not exceed Principal Amount
Original Date of Issue	[30 th November 2023]
Subscription	By way of subscription letter or application form with standard subscriber undertakings

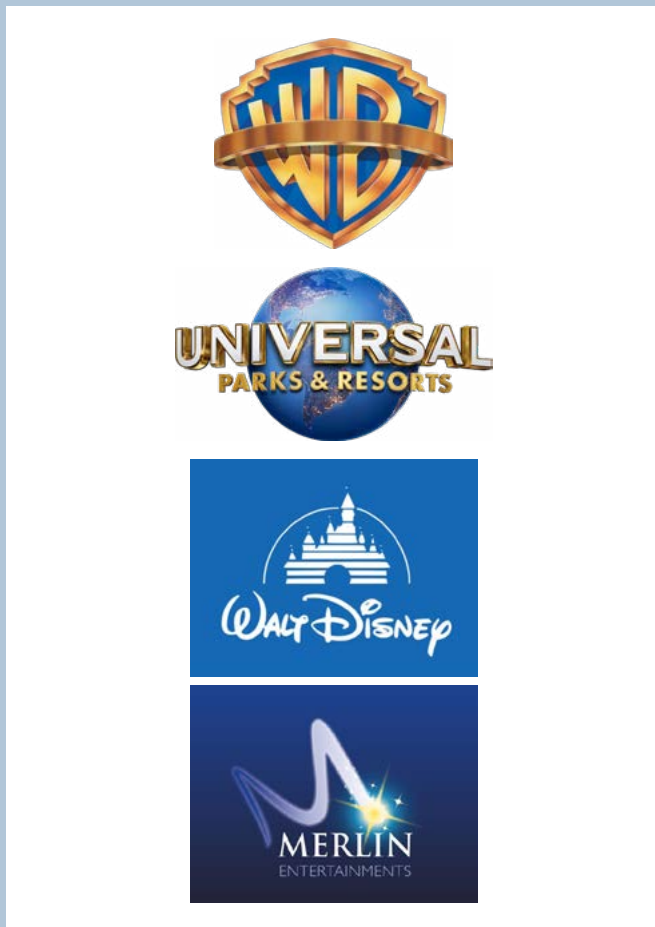
TIMELINE | OF INVESTMENT



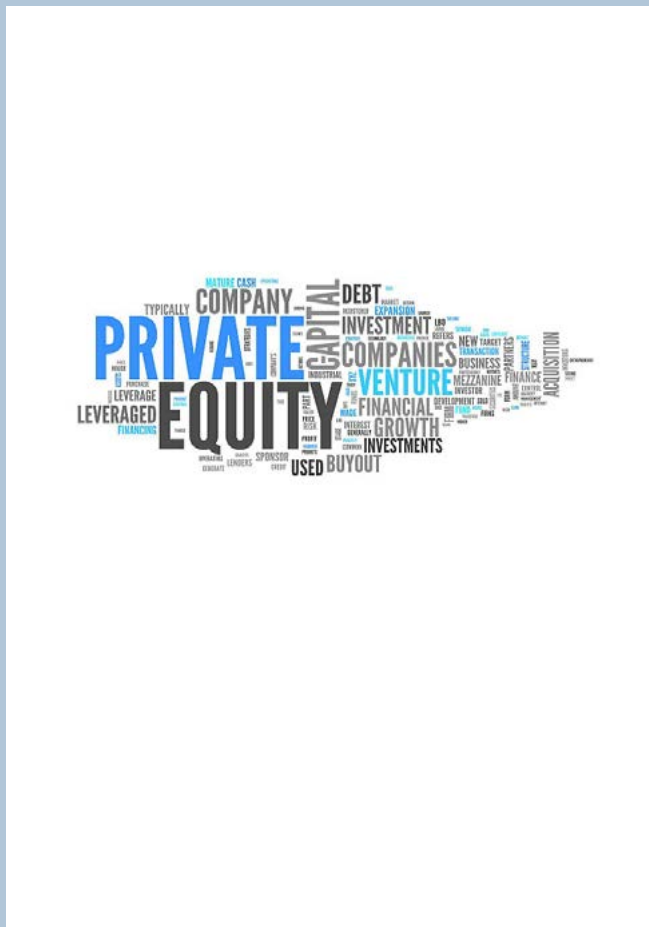
8. EXIT STRATEGY OF REMAINING INVESTMENT

EXIT STRATEGY | PROPOSED OPTIONS

OPTION 1



OPTION 2



OPTION 3



IMMERSION EXPERIENCES | BEING USED BY MEDIA COMPANIES



STUDIO TOUR | FROM £51.50

Disney

ANIMATION

IMMERSIVE EXPERIENCE

DisneyImmersive.com





WHAT IS THE
VALUATION OF
LONDON LIGHT
LINE WITH A
“PREMIUM
CONTENT
PARTNERSHIP”
WITH A COMPANY
SUCH AS DISNEY
OR WARNER
BROS.?

VALUATION | £740M - £940M

STAND ALONE COMPANY VALUATION |

FREE CASH FLOW YIELD (2.25M VISITORS @ £26.00)

STAND ALONE BUSINESS

	YEAR 3 £23.2M	YEAR 4 £29.6M	
VALUATION	£360M	£460M	6.44%
	£282M	£360M	8.22%
	£1,054M	£1,345M	2.20%
			FREE CASH FLOW YIELD

Free cash flow yield is calculated in comparison to the company's size, or market capitalisation, usually referenced as "market cap." Free cash flow yield is really just the company's free cash flow, divided by its market value.

PARTNERSHIP COMPANY VALUATION WITH DISNEY OR WARNERS BROS* |

FREE CASH FLOW YIELD (3M VISITORS @ £32.50)*
DISNEY IMMERSION EXPERIENCE

	YEAR 3 £56.4M	YEAR 4 £59.1M	
VALUATION	£940M	£990M	6.00%
	£700M	£740M	8.00%
	£2.5BN	£2.7BN	2.2% (S&P 500)
			FREE CASH FLOW YIELD

Free cash flow yield is calculated in comparison to the company's size, or market capitalisation, usually referenced as "market cap." Free cash flow yield is really just the company's free cash flow, divided by its market value.

*This is an example only. There are no agreements in place, and none have been discussed. This is just an illustration of premium content pricing.

PARTNERSHIP COMPANY VALUATION WITH DISNEY OR WARNERS BROS* |

FREE CASH FLOW YIELD (3M VISITORS @ £51.50)*
PRICED WB HARRY POTTER LONDON

	YEAR 3 £94.83M	YEAR 4 £95.53M	
VALUATION	£1.58BN	£1.59BN	6.00%
	£1.19BN	£1.2BN	8.00%
	£4.3BN	£4.3BN	2.2% (S&P 500)
			FREE CASH FLOW YIELD

Free cash flow yield is calculated in comparison to the company's size, or market capitalisation, usually referenced as "market cap." Free cash flow yield is really just the company's free cash flow, divided by its market value.

*This is an example only. There are no agreements in place, and none have been discussed. This is just an illustration of premium content pricing.

CONCLUSIONS |

1. What is the target company? The London Tunnels Limited.
2. The annual capacity of visitors is over 4,000,000 a year; this determines the valuation.
3. Historical importance : The location of Special Operations Executive (MI6), Ian Flemings “Q-branch” from the James Bond books, Cuban missile crisis & Deepest bar in the world.
4. What The London Tunnels will become when completed.
5. How to invest : Private Equity Fund.
6. When the initial investment (initial subscription) will be repaid : Q4, 2023.
7. How this initial investment will be repaid?
8. Value of the remaining investment : Exit Strategy.