



Investment Memorandum

Technology-Enabled Automotive Asset Acquisition

Data-Driven Acquisitions. Proven Execution. Consistent Returns.

\$150,000 Initial Growth Capital Target raise	10% + \$65 Investor Return Annual return plus per-vehicle payment	17.8% Year-One Yield Illustrative, based on 180 vehicles
--	--	---



Private & Confidential | For Discussion Purposes Only

This memorandum is not an offer to sell securities. Any investment should be made only pursuant to final documents reviewed by qualified counsel.

Table of Contents

1	Executive Summary
2	Investment Thesis
3	Market Problem
4	Private-Party Market Opportunity
5	Acquisition Strategy
6	Acquisition Funnel & Operating Process
7	Unit Economics
8	Growth Plan & Capital Deployment
9	Investor Return Structure
10	Use of Funds
11	Operating Milestones
12	Capital Deployment
13	Technology Strategy
14	Leadership & Founder Story
15	Reporting, Due Diligence & Next Steps

This draft is designed to support investor conversations and should be reviewed by legal counsel before distribution as part of a formal offering process.

Important Notice & Disclaimer

This Investment Memorandum is provided solely for discussion purposes to evaluate a potential private investment in DriveFlow Capital. It is not a prospectus, public offering, or offer to sell securities.

All financial projections, return illustrations, acquisition volumes, and operating assumptions are forward-looking and subject to uncertainty. No return is guaranteed. Investors should rely only on final definitive documents reviewed by their own legal, tax, and financial advisors.

DriveFlow Capital is a technology-enabled automotive asset acquisition company. The company intends to deploy investor capital primarily into tangible vehicle inventory and generate returns through disciplined acquisition, wholesale disposition, and rapid capital recycling.

Core Positioning

DriveFlow Capital deploys capital into undervalued automotive assets using advanced sourcing technology, a proprietary acquisition process, and proven automotive expertise.

The company is positioned as an asset-backed acquisition platform focused on buying below market, turning inventory quickly, and recycling capital efficiently.

1

Executive Summary

DriveFlow Capital is a technology-enabled automotive asset acquisition company that seeks to acquire undervalued used vehicles directly from private sellers before they reach traditional wholesale channels.

The company uses advanced sourcing platforms, disciplined acquisition criteria, and more than four decades of combined automotive experience to identify, underwrite, acquire, and resell vehicle assets.

The strategy is designed around tangible collateral, disciplined buying, and rapid inventory turnover. Investor capital is intended to be deployed primarily into vehicle acquisitions, converted back into cash through wholesale and dealer channels, and recycled into the next acquisition cycle.

\$150,000 Capital Raise Initial growth capital	98% Capital Deployment Vehicle acquisition capital	\$1,250 Avg. Gross Profit Per vehicle assumption
---	---	---

Investment Structure	10% annual return plus \$65 per vehicle acquired
Illustrative Year-One Return	\$26,700 total return on \$150,000 investment
Estimated Cash Yield	17.8%, assuming 180 vehicles acquired in year one
Target Hold Period	7-21 days per vehicle
Founders	Travis DeLoney and Ashley DeLoney

2

Investment Thesis

- Auction-driven acquisition channels are becoming increasingly competitive, creating pressure on margins.
- Private-party marketplaces remain fragmented and inefficient, creating opportunities for fast, disciplined buyers.
- Advanced sourcing technology can accelerate opportunity discovery, but experience determines which vehicles should be acquired.
- Capital can be deployed into tangible vehicle assets and recycled through short-duration acquisition and resale cycles.
- Founders bring direct operating experience across vehicle sourcing, valuation, negotiation, dealership ownership, and wholesale remarketing.

Key Principle

The opportunity is not simply finding listings.

The edge is knowing which listings can become profitable acquisitions - and executing before the market reacts.

3

Market Problem

Large dealer groups and institutional buyers continue to compete aggressively for traditional auction and wholesale inventory. As buyer competition increases, acquisition margins tighten and independent operators must find alternative sourcing channels to preserve profitability.

DriveFlow Capital's strategy is designed to bypass the most crowded acquisition channels by sourcing directly from private sellers, where pricing inefficiencies may still exist but require speed, judgment, and disciplined follow-through.



- Traditional dealer auctions attract well-capitalized buyers competing for the same inventory.
- Institutional buying tools have increased the speed and sophistication of wholesale competition.
- Private-party sellers can still misprice vehicles due to urgency, convenience, or lack of market knowledge.
- The competitive advantage has shifted toward speed, data, acquisition discipline, and operational execution.

4

Private-Party Market Opportunity

Private-party marketplaces remain one of the most fragmented segments of the used vehicle ecosystem. Vehicles are posted across Facebook Marketplace, Craigslist, OfferUp, and local listing platforms. Many sellers value speed, certainty, and convenience over maximizing price.

DriveFlow Capital focuses on identifying these opportunities early, evaluating them quickly, and acting before traditional dealer buyers can respond.

Private-Party Inefficiency	DriveFlow Response
Sellers may lack pricing knowledge	Advanced sourcing and valuation review
Vehicles disappear within hours	Fast seller contact and decision process
Condition and title risks vary widely	Disciplined underwriting and inspection criteria
Markets are fragmented across platforms	Centralized monitoring and acquisition workflow

5

Acquisition Strategy

DriveFlow's acquisition strategy is built around disciplined underwriting, direct seller engagement, and wholesale exit visibility before capital is deployed. The company seeks to acquire vehicles with sufficient margin of safety after considering title, condition, transportation, fees, and market demand.

Step	Description	Objective
1. Detect	Monitor online listings through AI-enabled sourcing platforms.	Find mispriced opportunities quickly.
2. Under write	Review value, title, condition, demand, fees, and exit options.	Protect capital and margin.
3. Acquire	Contact seller, negotiate, inspect, and close quickly.	Buy below market value.
4. Monetize	Sell through wholesale auction, dealer relationships, or remarketing channels.	Convert inventory to cash.
5. Recycle	Redeploy proceeds into the next acquisition cycle.	Increase capital efficiency.

6

Acquisition Funnel & Operating Process

The operating model is designed to convert top-of-funnel marketplace data into a disciplined acquisition pipeline. Only a small percentage of monitored vehicles will meet purchasing criteria, which reinforces the importance of filtering and underwriting.

Funnel Stage	Target / Planning Assumption
Listings monitored	10,000+ monthly
Qualified opportunities	1,000+ monthly
Seller conversations	200-300 monthly
Initial acquisition goal	15 vehicles per month
Target run-rate	45 vehicles per month

Operating Discipline

DriveFlow does not need to buy every vehicle.

The model depends on filtering aggressively, underwriting conservatively, and buying only when the margin justifies the risk.

7

Unit Economics

DriveFlow uses a conservative planning assumption of \$1,250 average gross profit per vehicle. Actual results may vary materially by acquisition price, condition, transportation, auction fees, local demand, and market timing.

Metric	Planning Assumption
Average gross profit per vehicle	\$1,250
Target hold period	7-21 days
Primary exit channels	Wholesale auctions, dealer relationships, remarketing channels
Capital strategy	Rapid inventory turnover and continuous capital recycling

Example return illustration:

Investment	\$150,000
Annual return at 10%	\$15,000
Performance payment at 180 vehicles x \$65	\$11,700
Total illustrative year-one investor return	\$26,700
Estimated cash yield	17.8%

8

Growth Plan & Capital Deployment

The year-one operating plan uses a disciplined ramp to validate sourcing quality, manage capital deployment, and protect underwriting discipline. The plan targets 15 vehicles per month in Phase 1 and 25 vehicles per month in Phase 2, with a target run-rate of 45 vehicles per month after year one.

Phase	Timeline	Vehicles / Month	Gross Profit Assumption	Period Gross Profit
Phase 1	0-6 months	15	\$1,250 / vehicle	\$112,500
Phase 2	6-12 months	25	\$1,250 / vehicle	\$187,500
Phase 3	12+ months	45	\$1,250 / vehicle	\$675,000 annualized

Projected year-one gross profit: \$300,000, based on full execution of Phase 1 and Phase 2 acquisition targets.

Investor Return Structure

DriveFlow intends to structure the initial investment as growth capital with a simple, aligned return model. Final terms should be documented in written agreements reviewed by counsel.

Term	Proposed Structure
Investment amount	\$150,000
Annual return	10% on invested capital
Performance payment	\$65 per vehicle acquired
Illustrative performance assumption	180 vehicles acquired in year one
Illustrative total investor return	\$26,700
Illustrative cash yield	17.8%

Alignment

The fixed return provides investor visibility.

The per-vehicle payment aligns investor upside with acquisition volume.

Founder ownership and operational control are preserved.

10

Capital Deployment

The initial \$150,000 raise is designed to deploy nearly all investor capital directly into vehicle acquisition, with a small reserve for logistics, auction delivery, title workflow, and light reconditioning.

Capital Deployment	Percentage	Dollar Amount	Purpose
Vehicle acquisition capital	98%	\$147,000	Inventory purchases and working capital
Logistics & reconditioning	2%	\$3,000	Vehicle movement, auction delivery, title workflow, light reconditioning, and related logistics

The company intends to operate leanly, with capital primarily deployed into tangible inventory, supported by limited logistics and reconditioning spend.

11

Operating Milestones

The first 90 days after funding are intended to establish acquisition rhythm, validate funnel assumptions, refine underwriting criteria, and build reporting discipline.

Timeframe	Milestones
First 30 days	Finalize acquisition criteria, activate sourcing tools, confirm logistics and auction workflows, establish investor reporting format.
Days 31-60	Ramp seller outreach, acquire initial vehicles, track acquisition discounts, hold times, gross profit and recycle cycles.
Days 61-90	Evaluate funnel performance, refine market targeting, document actual transaction results, prepare updated investor report.

Key performance indicators include listings reviewed, qualified opportunities, seller conversation vehicles acquired, days held, gross profit per vehicle, and capital cycle time.

12

Risk Controls & Underwriting Discipline

Automotive asset acquisition involves operating risk. DriveFlow's strategy is built around disciplined underwriting, conservative valuation, and fast inventory turnover to reduce exposure to market movement, title issues, condition surprises, and liquidity delays.

- Conservative gross profit planning assumption of \$1,250 per vehicle.
- Title status and ownership verification before closing whenever possible.
- Condition review and margin adjustment for expected reconditioning or transport costs.
- Wholesale exit visibility before capital deployment.
- Market-by-market discipline to avoid chasing volume at the expense of margin.
- Investor reporting to track acquisition performance and capital recycling.

Risk cannot be eliminated. The goal is to identify risk early, price it into the acquisition, and avoid transactions where the margin of safety is not sufficient.

13

Technology Strategy

DriveFlow is not positioned as a speculative software company. The company uses advanced sourcing technology as an operating advantage within an asset acquisition business.

The proprietary element is the acquisition process: how opportunities are screened, how offers are made, how risk is evaluated, and how vehicles are routed to wholesale exit channels.



- AI-powered platforms help identify listings faster than manual searching.
- Human underwriting determines whether an opportunity is truly profitable.
- Workflow discipline converts information into executable acquisitions.
- Operating history will strengthen internal criteria and market selection over time.

14

Leadership & Founder Story



Travis DeLoney

35 years in automotive acquisition, valuation, dealer operations, and wholesale remarketing.



Ashley DeLoney

Ashley worked side by side with Travis for 5 years before leaving Alaska and opening her dealership in Tempe, Arizona. She brings dealership ownership, acquisition, valuation and full-cycle operating experience.

Founder Story

The founders have seen every evolution of used vehicle sourcing - newspaper listings, Craigslist, Facebook Marketplace, and now AI-enabled acquisition.

Each transition rewarded the buyers who adapted first.

Today, technology accelerates discovery. Experience determines profit.

15

Reporting, Due Diligence & Next Steps

DriveFlow intends to support investor transparency through recurring reporting and transaction-level visibility as the operating history develops.

Suggested reporting package:

- Monthly acquisition summary and capital deployment report.
- Vehicles purchased, purchase price, sale price, fees, days held, and gross profit.
- Investor return accrual summary, including annual return and per-vehicle payment.
- Operational commentary and pipeline outlook.

Suggested due diligence package:

- Pitch deck and branded executive summary.
- Operating milestones for the first 90 days after funding.
- Investment documents reviewed by counsel.

Next Step

Schedule an investor discussion with Travis and Ashley DeLoney.
Review the pitch deck, executive summary, and investor leave-behind packet.
Finalize investment documentation with legal counsel.

Contact & Source Notes

DriveFlow Capital

Travis DeLoney & Ashley DeLoney

Phone: 689-688-9311

Email: travis@driveflowcapital.com

Location: Windermere, Florida

Selected market references used for context:

- Cox Automotive / Manheim Used Vehicle Value Index updates, including 2026 wholesale used vehicle pricing trends.
- Cox Automotive used-vehicle inventory and sales commentary.
- NADA industry data and market beat reports for dealership and vehicle sales context.