



F Y R E

PRIVATE PLACEMENT MEMORANDUM

BY ACCEPTING THIS PRIVATE PLACEMENT MEMORANDUM ("PPM"), YOU, THE OFFEREE SHALL
KEEP IN CONFIDENCE THE CONTENTS OF THIS PPM AND THE CONTENTS OF ANY AND
ALL ATTACHMENTS. INFORMATION HEREIN SHALL ONLY BE SHARED WITH THE OFFEREE'S
ACCOUNTING AND LEGAL COUNSEL.

CONFIDENTIALITY

No person has been authorized to give any information or to make any representations in connection with the offer made by this Private Placement Memorandum, nor has any person been authorized to give any information or make any representations other than those contained in this Private Placement Memorandum, and if given or made, such information or representations must not be relied upon.

This Private Placement Memorandum does not constitute an offer to sell or solicitation of an offer to buy in any jurisdiction in which such offer or solicitation would be unlawful or to any person to whom it is unlawful to make such offer or solicitation. Neither the delivery of this Private Placement Memorandum nor any sale made hereunder shall, under any circumstances, create an implication that there as has been no change in the affairs of our company since the date hereof.



F Y R E

FYRE DEFINES HOW WE ENGAGE AUDIENCES,
CONSUME MEDIA AND SHARE CONTENT BY
CONNECTING CONSUMERS,
CELEBRITIES AND BRANDS THROUGH LIVE EXPERIENCES.

Understanding that today's cohort interacts, engages and follows a new generation of role models who are defining today's culture, the FYRE platform changes the way how they interact with their fans, followers and brands.

F Y R E B O O K I N G S

THE PROBLEM

RECORDED MUSIC REVENUE IS UNDER PRESSURE.

ARTISTS ARE SEEKING NEW WAYS
OF EARNING REVENUE AS THE
MUSIC INDUSTRY BUSINESS MODEL
HAS BECOME DISRUPTED.

LIVE BOOKINGS IS THE FASTEST GROWING
SEGMENT OF THE ENTERTAINMENT INDUSTRY

with rising ticket prices and increasing attendance. Fans seek more meaningful connections to talent through live events and social. Talent seek to increase their engagement with fans.

BUT, WE'VE SEEN FIRSTHAND
THAT THE LIVE INDUSTRY IS BROKEN.

Accessing talent is a mystifying, inefficient, and inconsistent process: there is no platform that allows buyers to connect with talent through one platform, submitting offers, negotiating and processing payment, end-to-end.

FYRE

FYRE REMOVES THE FRICTION TO SECURING TALENT

Fyre is a global entertainment marketplace that helps venues, brands, and qualified private buyers book talent for live performances, appearances, and paid social posts through one consistent and easy digital platform.

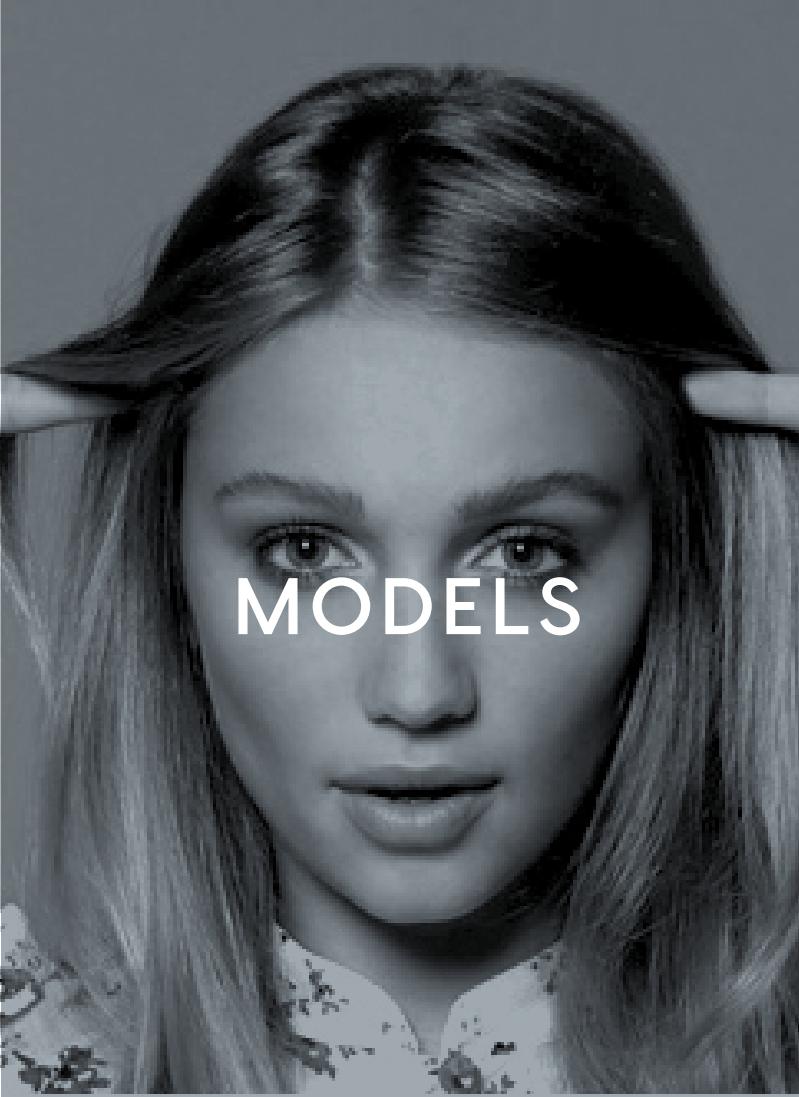
Since launching in May 2016, thousands of offers representing tens of millions of dollars of performances and appearances have been made and accepted with Fyre.



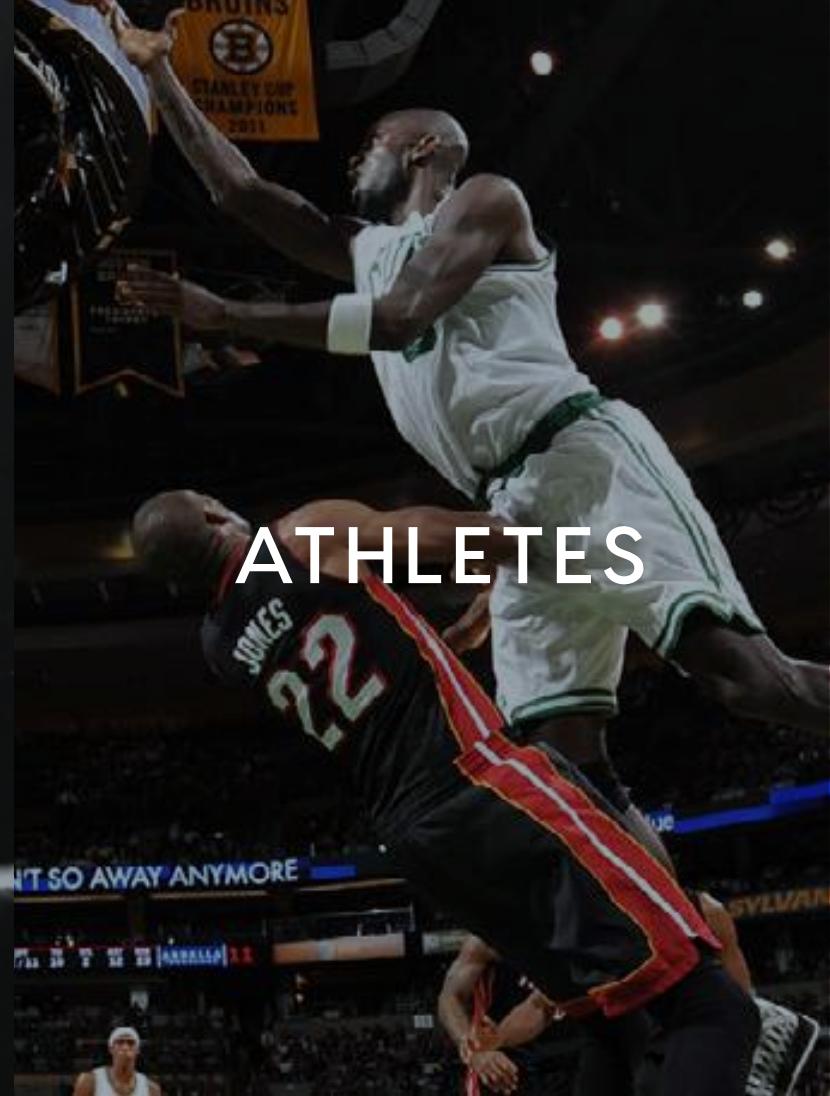
MUSICIANS



MODELS



ATHLETES



INFLUENCERS



TALENT NETWORK



JAMIE FOXX



QUEEN LATIFAH



IGGY AZALEA



LIL WAYNE



DJ KHALED



JESSE JO STARK

FYRE'S ROSTER INCLUDES SOME OF THE MOST ICONIC NAMES IN ENTERTAINMENT INCLUDING:

**LIL WAYNE, DJ KHALED, ANTONIO PIERCE, JAMIE FOXX,
QUEEN LATIFAH, AND HUNDREDS OF OTHER NOTABLE ARTISTS, ATHLETES AND INFLUENCERS.**

FOR BUYERS & TALENT

BUYERS

Quickly submit and negotiate offers, and finalize payments.

TALENT

Evaluate, negotiate and accept offers.

BUYERS & TALENT

More bookings and connections between talent and buyers facilitated than ever before.

WITHIN THE FYRE PLATFORM

FYRE STREAMLINES THE BOOKING PROCESS FOR BUYERS, FACILITATING MORE TRANSACTIONS.

Fyre is the first end-to-end platform for talent bookers. Buyers submit and negotiate offers, sign contracts and finalize payments, all with Fyre.

We've built a communications and integrated payments platform to remove pain points from the booking process and enhance efficiency on both sides of the deal.

FYRE MAXIMIZES TALENT EARNINGS BY EXPOSING THEIR AVAILABILITY TO QUALIFIED TALENT BUYERS AND VENUES.

This allows for more bookings through increased visibility to talent buyers and simplifies the day-to-day management. The Fyre platform securely and confidentially manages the entire booking process, from initial offer to payment, and day-of coordination.

REVENUE MODEL

FYRE ASSESSES A 10% FEE TO BUYERS AND DOES NOT TAKE A COMMISSION FROM TALENT ON BOOKINGS

We provide incredible value to our buyers for the fee that we assess – through making the talent booking process quicker, easier and more transparent than the previous cumbersome model of connecting with talent. We also redirect 25% of the Fyre fee (2.5% of the booking) to talent by way of benefits. This is unprecedented in the entertainment space and builds long-term loyalty with talent.

Our interactive real-time platform is constantly evolving to meet the needs of our talent buyers. We work in tandem with talent management teams to maximize their talent's revenue and develop their fan-base.

WE TAKE NO DIRECT LIABILITY FOR ANY BOOKINGS MADE WITH FYRE. EACH AGREEMENT IS BETWEEN TALENT AND THE BUYER. IF TALENT FAILS TO PERFORM, BUYERS ARE BACKED WITH THE FYRE GUARANTEE, WHICH REIMBURSES THEIR FEE THROUGH THIRD PARTY INSURANCE. FYRE, IN GOOD-FAITH, WORKS WITH TALENT BUYERS TO FIND SUITABLE LAST MINUTE ALTERNATIVES.

F Y R E F E S T I V A L

**"COME, SEEK,
FOR SEARCHING IS THE FOUNDATION
OF FORTUNE"**



WHAT IF WE REIMAGINED
WHAT IT MEANS TO
ATTEND A MUSIC FESTIVAL?

A woman in a traditional costume, possibly a belly dancer, is performing a fire dance. She is holding a long, glowing torch that emits a bright red light, illuminating her face and body. Her arms are raised, and she is moving gracefully. The background is dark, making the red light stand out. The overall atmosphere is mysterious and energetic.

THE ACTUAL EXPERIENCE EXCEEDS ALL EXPECTATIONS AND IS
SOMETHING THAT'S HARD TO PUT TO WORDS.

IT WILL IGNITE THAT TYPE OF ENERGY, THAT TYPE OF POWER IN OUR GUESTS.

OUR VISION

**Fyre has a unique goal and inspiration:
the exploration of the uncharted inspired by and
referencing the five elements of the earth**

Throughout the next five years, we will traverse the globe to find untouched lands and convert them into unparalleled experiences. Fyre will work to bring life to each region. Through the purchase of significant land, we will utilize the each festival as a major cultural event to bring awareness, visitors and livelihood to the land.

YEAR 1



WATER

OVERVIEW

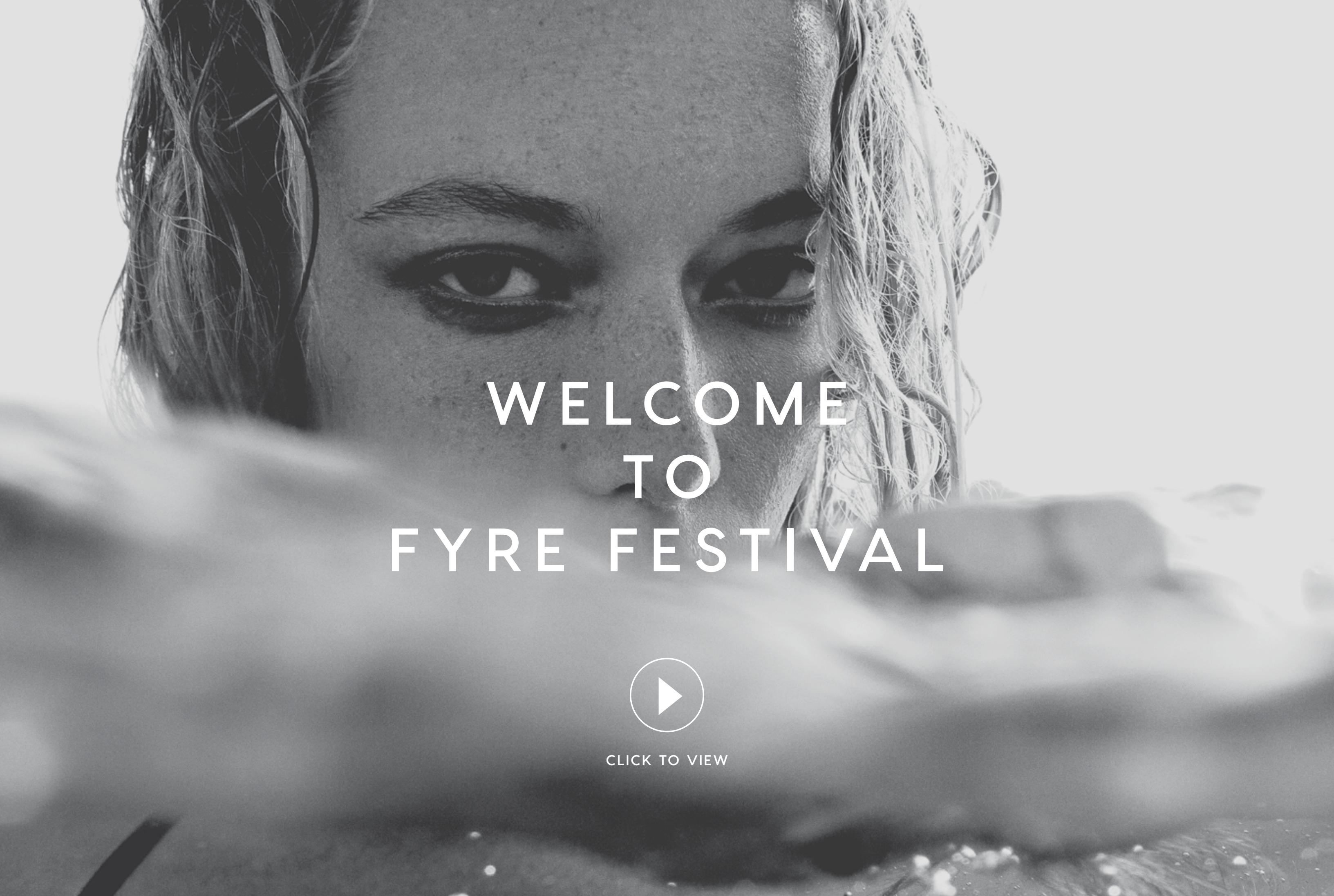
Fyre Festival leverages our global access to talent and our understanding of the millennial demographic to create

THE CULTURAL EXPERIENCE OF THE DECADE.

Fyre Festival is a rich experience that emboldens our quest to connect a diverse set of influencers.

For two weekends in April and May, the curious and adventurous come together on a private **Exuma island**:

Fyre Festival will feature **music** from the greatest talents in the world, **immersive experiences** through art, theatre, and a weekend long **treasure hunt**; as well as **informative discussions** with some of the brightest minds in the world. Fyre will be defined by its ability to connect: the ultimate in a tasteful experience.



WELCOME TO FYRE FESTIVAL



CLICK TO VIEW

SUMMARY

These weekends go beyond the beauty of a remote beach, its vast landscape and perfect waters.

The focus is on a global audience coming together in sharing a life changing experience.

FYRE

TWO WEEKENDS | 40,000 GUESTS | THE EXUMAS

HEADLINERS

G.O.O.D. MUSIC

MAJOR LAZER

DISCLOSURE
(DJ SET)

Where:

Fyre Cay, Exumas

When:

April 28th - 30th 2017

+

May 5th - 7th 2017



FYRE STARTERS

FYRE STARTERS

To ignite the Fyre Festival we compiled 400 of the most influential personalities globally to launch a **coordinated influencer marketing campaign**.

On Monday, December 12th at 5pm an ambiguous orange tile was posted to the below accounts reaching over **300mm people in 24 hours**.

THESE AMBASSADORS STAND AS PART OF, AND REPRESENTATIVE OF, THE FYRE TRIBE.

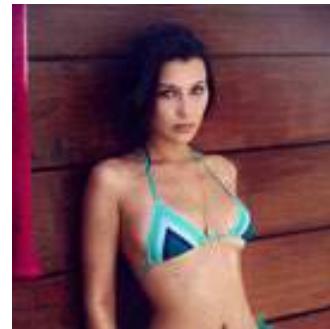
They are **key personalities** to lead the attendance of an influential audience at the Fyre Festival around the world and therefore your potential brand partners.



Kendall Jenner
72.5m followers
6.3m likes



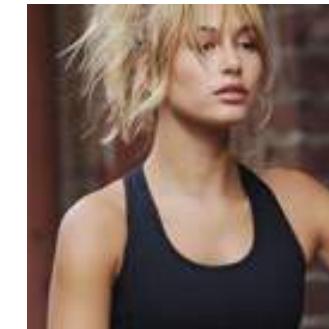
Emily Ratajkowski
10.6m followers
48k likes



Bella Hadid
9.7m followers
94k likes



Chiara Ferragini
7.8m followers
13 k likes



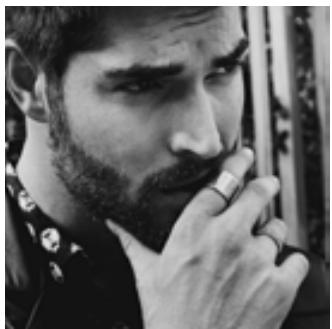
Hailey Baldwin
8.6m followers
56.1k likes



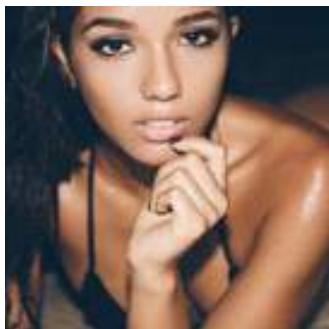
Rocky Barnes
885k followers
14.6 likes



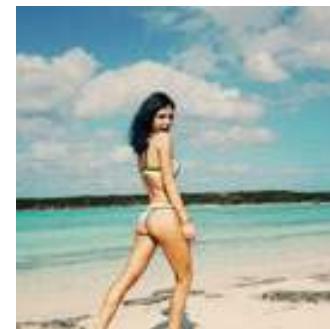
Alessandra Ambrosio
7.6m followers
21 k likes



Nick Bateman
6m followers
34k likes



Yovana Ventura
4.7m followers
6.7k likes



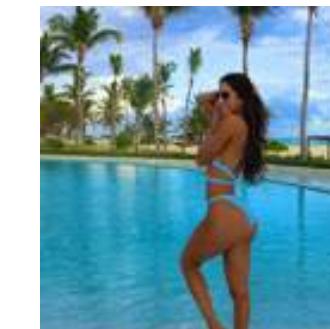
Bella Thorne
14.8m followers
4.5k likes



Marcus Butler
3.6m followers
39.2k likes



Elsa Hosk
3.2m followers
19.2k likes



Jen Selter
10.5m followers
5k likes



Paulina Vega
2.7m followers
5.5k likes

FYRE STARTERS

CONTINUED



Ashanti

2.2m followers

1.3k likes



Anastasia Karanikolaou

2.2m followers

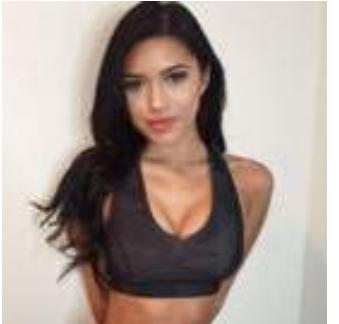
12.3k likes



Sammy Wilk

1.9m followers

16.5k likes



Julia Kelly

1.9m followers

4.8k likes



Bryana Holly

1.6m followers

8.7k likes



Chanel Iman

1.2m followers

2.3k likes



Anastasia Ashley

1.1m followers

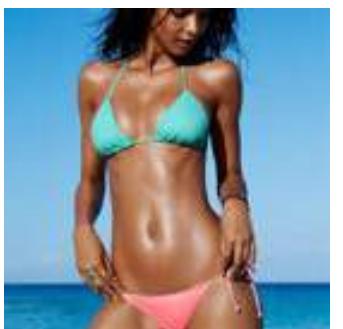
1.8k likes



Helen Owen

1.1m followers

3.8k likes



Lais Riberio

1m followers

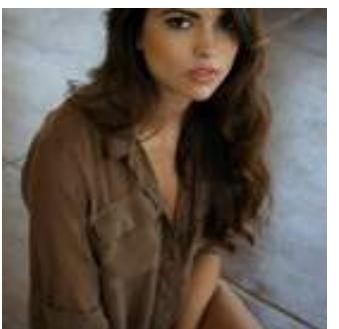
5k likes



Carmella Rose

1m followers

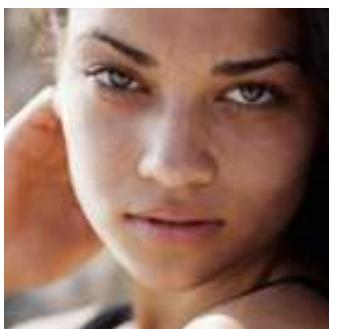
2.2k likes



Kyra Santoro

915k followers

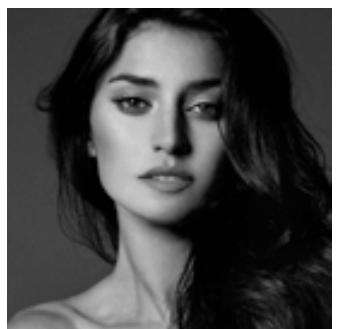
15k likes



Shanina Shaik

842k followers

2k likes



Nicole Willams

760k followers

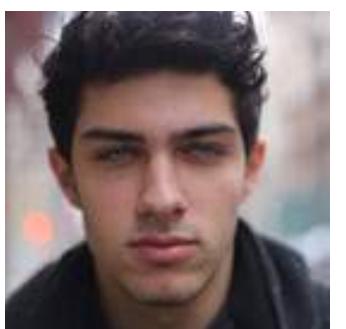
1.4 likes



Rose Bertram

650k followers

5.5k likes



Steven Kelly

628k followers

5k likes



Soo Joo

474k followers

2.9k likes



Joy Corrigan

458k followers

518 likes



Hannah Ferguson

398k followers

707 likes



Juliana Herz

388k followers

984 likes



Marina Laswick

365k followers

2.5k likes



Gizele Oliveira

359k followers

1.6k likes

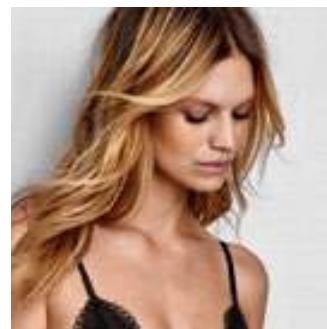
FYRE STARTERS

CONTINUED



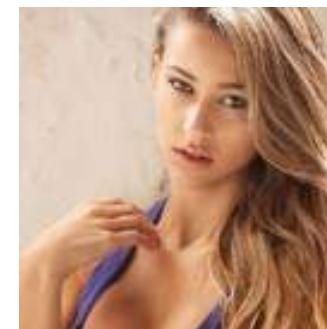
Daniella Lopez

351k followers
1k likes



Nadine Leopold

308k followers
1.1k likes



Cindy Prado

295k followers
936 likes



Ryan Leslie

280k followers
628 likes



Chris Harris Jr.

258k followers
3k likes



Delilah Belle

206k followers
1.1k likes



Keilah K

192k followers
633 likes



Duckie Thot

186k Followers
820 Likes



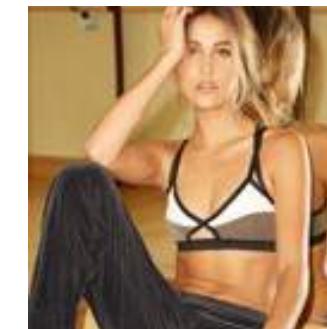
Chris Johnson

159k followers
309 likes



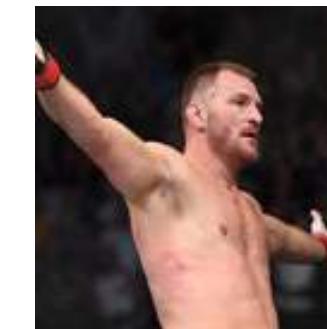
Joe Weir

152k followers
1k likes



Anna Herrin

142k followers
251 likes



Stipe Miocic

141k followers
794 likes



Brooks Nader

121k followers
1.4k likes



Tatiana Dieteman

108k followers
154 likes

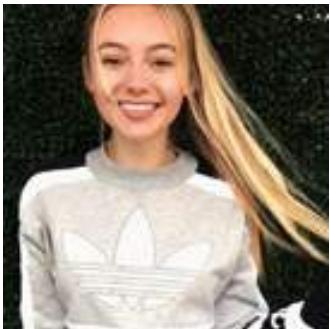
FYRE STARTERS

CONTINUED



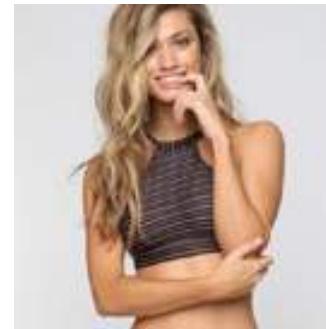
[**Lyzy Adler**](#)

101k followers
529 likes



[**Cassie Brown**](#)

96.6k followers
488 likes



[**Maggie Rawlins**](#)

95.4k followers
303 likes



[**Heidy De La Rosa**](#)

59.2k followers
193 likes



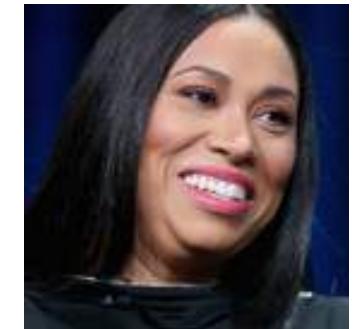
[**Alina Baikova**](#)

58.8k followers
177 likes



[**Marshall Faulk**](#)

51.3k followers
113 likes



[**Aisha Atkins**](#)

44.4k followers
89 likes



[**Corey Liuget**](#)

43.5k followers
200 likes



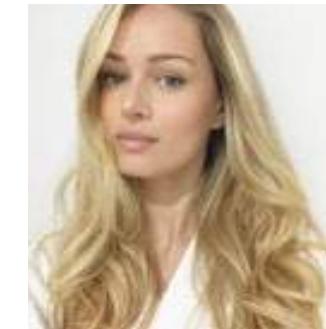
[**Natalia Borges**](#)

43k followers
416 likes



[**Brittany Atkins**](#)

37.8k followers
74 likes



[**Ania C**](#)

33.6k followers
424 likes



[**Angie Bryan**](#)

27k followers
50 likes



[**Alan Leyva**](#)

26.1k followers
291 likes



[**Brandon Flowers**](#)

25.2k followers
203 likes

FYRE STARTERS

AS PART OF OUR INFLUENCER MARKETING CAMPAIGN, WE PARTNERED WITH KENDALL JENNER TO ANNOUNCE OUR FIRST HEADLINERS, THE G.O.O.D. MUSIC FAMILY.

WITHIN FIVE DAYS, SHE AMASSED APPROXIMATELY **6 MILLION UNIQUE IMPRESSIONS**, LEADING TO AN EXPONENTIAL LEAP IN WEBSITE VIEWS AND TICKET PURCHASES.



WHAT THE PRESS IS SAYING

Fyre Festival's influencer outreach marketing campaign enabled the brand to garner an extraordinary amount of press, amassing a total of 300 mm social media views 1.5mm media impressions in the 48 hours after launch.

VOGUE

ELLE
AUSTRALIA

COSMOPOLITAN

Esquire

BAZAAR

InStyle

TMZ

Sports
Illustrated

POPSUGAR

GLAMOUR



W



'Is Fyre Festival The New Coachella?'

'Fyre Festival looks set to be the biggest fomo-inducing event of 2017'

'Think Coachella x 1000 and you're still not even close.'

'This Mysterious New Festival Is the next BIG destination event'

'What I discovered was the Fyre Festival. A music, art and food festival taking place on the private island of Fyre Cay in the Exumas, Bahamas.'

'The viral marketing campaign pulled me in but the promise of a life changing experience hooked me.'

'Fyre Festival is not your typical festival experience.'

YEAR 1 ACHIEVEMENTS



300MM
SOCIAL IMPRESSIONS

1.5MM
MEDIA IMPRESSIONS

EXPECTING 100% SELL OUT
BY MARCH 31ST

SECURING
PARTNERS AND
SPONSORS

BRAND SYNERGY

Sponsorship is a key revenue stream for Fyre Festival.

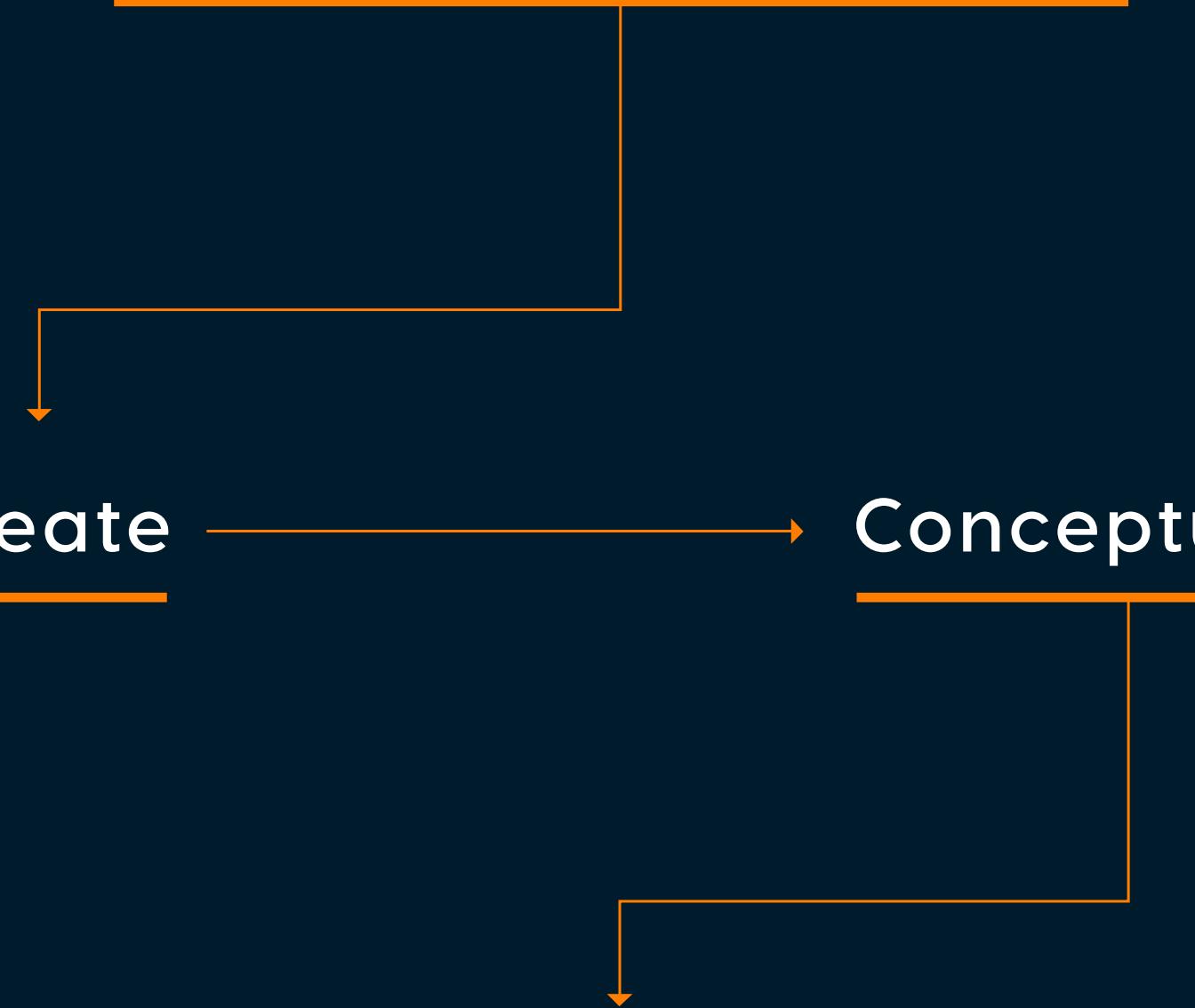
Our 360 methodology allows to capture brand revenue in a unique manner

Understand Brand Goals

Ideate

Conceptualize

Execute



PENDING PARTNERSHIPS

Fyre Festival has identified and secured several brand partners that will attract the aspirational, thrill-seeking audience that the island deserves. By amplifying our marketing efforts through their existing channels, we will in turn be able to elevate the onsite experience for all.

OUR PENDING PARTNERS INCLUDE:



PENDING



PENDING



PENDING



PENDING



PENDING



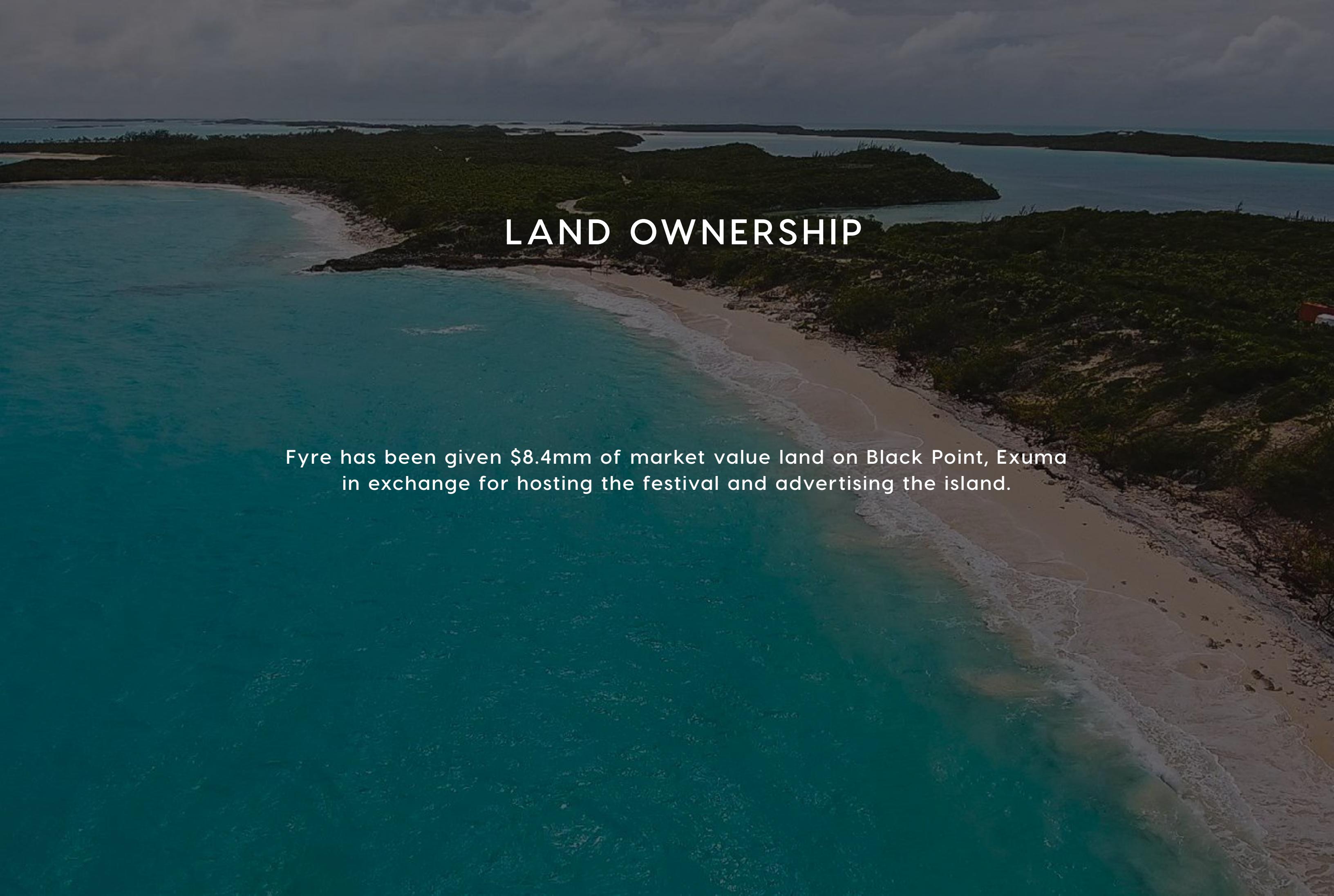
CONFIRMED



CONFIRMED



CONFIRMED

The background image shows a wide-angle aerial shot of a tropical island. The island features dense green vegetation covering most of its surface. A long, sandy beach runs along the coastline, meeting the clear, turquoise-colored ocean. In the distance, other smaller islands are visible under a bright, slightly cloudy sky.

LAND OWNERSHIP

Fyre has been given \$8.4mm of market value land on Black Point, Exuma
in exchange for hosting the festival and advertising the island.

FINANCIALS

PLEASE SEE APPENDIX

RAISE

\$25mm raise to acquire 500 exclusive managers and expand Fyre globally.

F Y R E S Q U A D

WE'VE CRAFTED A TEAM OF ROCKSTARS TO SPREAD FYRE.

Combined we've sold

**60MM RECORDS
WORLDWIDE**

Amassed

**DECades OF EXPERIENCE IN THE
MUSIC AND ENTERTAINMENT INDUSTRY**

Founded three other companies, and have worked at top companies including

GOOGLE, NIKE, HELMUT LANG, AND BREATHER

We share an extraordinary passion for changing the cumbersome and mystifying entertainment industry as we know it, and have set course to make the industry more accessible and transparent.

FOUNDERS



BILLY MCFARLAND

FOUNDER & CEO

Billy McFarland is the Founder and CEO of Fyre, where he guides the company's overall direction and strategy. His other companies include Magnises and Spling. Billy is also the founder of two non-profits Accelerate and LEAP.



JA RULE

FOUNDER

Ja Rule is the founder of Fyre, where he is responsible for overall business strategy, guiding creative and facilitating artist relations. A three time Grammy Nominee with over 60 million records sold worldwide, he is widely recognized as among the most commercially successful hip hop artists of all time.

In the tech space, he is an investor and advisor to the hugely successful members-only benefits platform, Magnises. And as a television personality he is both star and executive producer of the MTV docu-series Follow The Rules.

THE FYRE SQUAD



MDAVID LOW

CCO

MDavid Low is a co-founder of Fyre and its Chief Creative Officer, responsible for product design excellence and implementation. Prior to Fyre, MD created notable and award winning digital products as Executive Creative Director at R/GA as well as Design Director at Nike.



GRANT MARGOLIN

CMO

Grant oversees marketing and brand strategy. Prior to his role with Fyre, he oversaw all marketing and brand strategy for Magnises, the fastest growing experiential benefits platform globally. Grant began his career working for Daymond John, a noted angel investor and "Shark" on ABC's Shark Tank. Grant graduated Summa Cum Laude from Syracuse University's Bandier Program for Music and Allied Entertainment Industries.



MARK NAUROTH

CTO

Mark oversees the architecture and implementation of Fyre's digital platforms. His career writing enterprise-level software spans sectors as diverse as finance and food service and has grossed tens of millions of revenue. Mark is also an author, speaker, and avid antiquities collector.



JASON VE

CRO

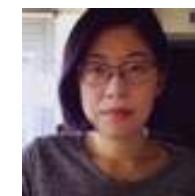
Jason oversees revenue-generating functions at Fyre, including sales, talent bookings, business development and partnerships. Jason has a decade of experience in the music, entertainment and tech industry, and comes to Fyre from Google where he oversaw music and entertainment partnerships. Prior to Google, Jason worked in business development roles at Disney and Viacom, and as an investment banker at UBS. Jason graduated from NYU Stern.



MICHAEL CICCARELLI

LEAD, FRONT-END

Michael is responsible for both front-end and back-end engineering. Michael was previously the Lead Engineer at Vice Media and Condé Nast.



SHIYUAN DENG

PRODUCT DESIGNER

Shiyuan is responsible for product design, working with both the creative and engineering team to design meaningful features for Fyre's users. Shiyuan's entrepreneurial background allows her to understand both Fyre's product goals and user's needs.

THE FYRE SQUAD



SHERIDAN LOW

DIGITAL PRODUCTION MANAGER

Sheridan Low is responsible for digital production and live stream operations. Prior to Fyre, Sheridan proudly served in the Army National Guard as the Operations and Logistics Sergeant for California's Search and Extraction team within the Homeland Response Force.



NYLA COFFIE

DIRECTOR OF EXPERIENTIAL MARKETING

Nyla oversees experiential marketing. Her goal is to bring the Fyre brand to life for all of our audiences. Prior to her role with Fyre, she led event marketing for the NYC region of Breather. She has also worked in event marketing at Pager and Teach For America.



SAMUEL KROST

DIRECTOR, TALENT MANAGEMENT

Samuel oversees talent relationships and bookings for Fyre. Samuel's industry background at Helmut Lang and Onia allows him to develop meaningful relationships with both talent and buyers.



HO WILKERSON

DIRECTOR, TALENT & BOOKING OPERATIONS

HO oversees all operations for Fyre's bookings, liaising with the talent team, marketing team and buyer to ensure a seamless booking. Prior to Fyre he ran marketing and operations for Murder Inc. and Bad Boy Entertainment.



IAN BROWNE

TALENT DIRECTOR

Ian is Manager of Talent at Fyre, leading model and buyer acquisition. Prior to Fyre, Ian was COO of Patrick McMullan Agency where he led the joint venture with Getty Images. Prior to his role with PMC, Ian started the capital raising division at Phoenix Partners Group, an inter dealer broker in NYC. Ian has an MBA from Emory University



GRACIE LUNDELL

PRODUCT ENGINEER

Gracie is a developer for front-end design for Fyre. Gracie was previously a front-end developer for Blacktower Entertainment and graduated from Portland State University.

THE FYRE SQUAD



MATTE CREATIVE PARTNER

MATTE is a creative agency and production company focused on culture and content creation. Some of our clients include CHANEL, DKNY FINISH LINE, GOOGLE HELMUT LANG, INTERVIEW MAJE MARGIELA, NIKE, PERNOD RICARD, RAG & BONE, SAMSUNG, SNAPCHAT, SOHO HOUSE, VOGUE.



FUCK JERRY SOCIAL MEDIA

From the success of his personal Instagram account, Elliot Tebele has built an empire through social media. Through thoughtful content strategy, FuckJerry references in-depth analytics to ensure that the data behind content performance is aligned with creative direction. Analytics are based on three factors: audience, engagement and optimization.



42WEST PUBLIC RELATIONS

With unparalleled experience, contacts, and expertise, 42West is one of the leading full-service public-relations firms in the entertainment industry.

THE FYRE SQUAD



TABLELIST

TICKETING

Tablelist is the leading real time online reservation, ticketing and event management platform for nightlife and events. Tablelist is currently active in over 500 venue partners across 9 countries and 25 cities.



NATE BROWN

CREATIVE DIRECTION

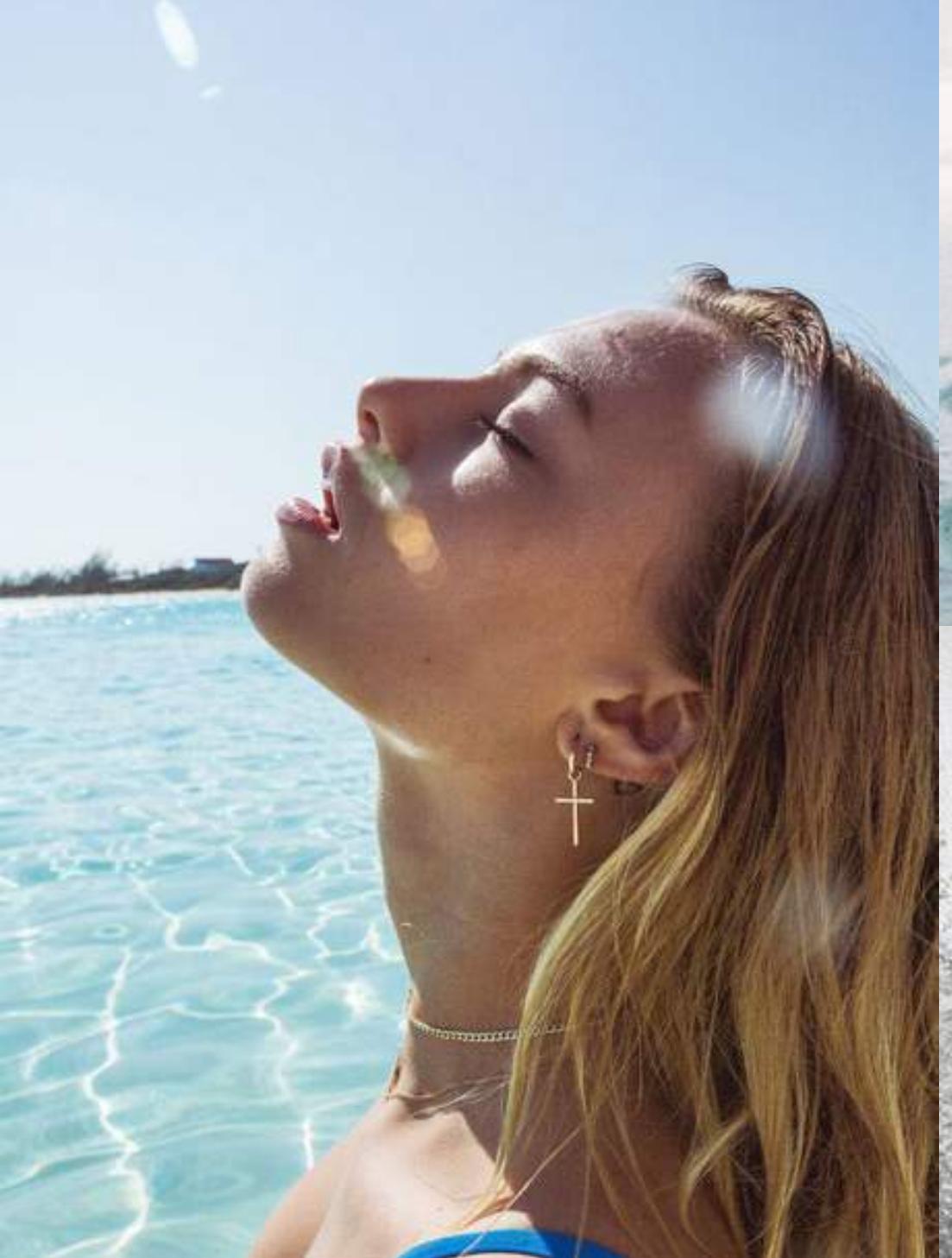
From stage visuals for Beyoncé and Kanye West to Alexander Wang and John Elliot; Institute has provided creative direction for several of the most talked about events in recent years. The talented creatives will join Fyre as the lead on set/stage design throughout the island.



DPS

PRODUCTION

From concept to realization, DPS is an industry leader in the development and execution of worldwide event productions, including; The Global Poverty Project's Global Citizen Festival in Central Park, NY, iHeartRadio Music Festival and Jingle Ball Tour, Rock and Roll Hall of Fame's 25th Anniversary, Tidal X, NBA All-Star Halftime Show in New Orleans, and multiple NFL events.





"SEEK THOSE WHO LIGHT YOUR FLAMES."
-RUMI



F Y R E