

The Inquiry into Agribusiness Managed Investment Schemes

A Parliamentary Joint Committee Review

Private submission
Prepared by
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10th July 2009

Prelude

Terms of reference

1. business models and scheme structures of MIS;
2. the impact of past and present taxation treatments and rulings related to MIS;
3. any conflicts of interest for the board members and other directors;
4. commissions, fees and other remuneration paid to marketers, distributors, related entities and sellers of MIS to investors (including accountants and financial advisers);
5. the accuracy of promotional material for MIS, particularly information relating to claimed benefits and returns (including carbon offsets);
6. the range of individuals and organisations involved with the schemes, including the holders of the relevant Australian Financial Services Licence;
7. the level of consumer education and understanding of these schemes;
8. the performance of the schemes;
9. the factors underlying the recent scheme collapses;
10. the projected returns and supporting information, including assumptions on product price and demand;
11. the impact of MIS on other related markets; and
12. the need for any legislative or regulatory change.

This private submission is at the request of the Board of Inquiry. The implied writing is my private view on Agribusinesses that are classified as Managed Investment Schemes. Any comment about management and the management of any Agribusiness Management Investment Schemes (**aMIS's**) thereto is provided with a limited knowledge and understanding of the mechanics and within this commentary is confined to the immediate past period of 2-10 years of their operation in Australia. Any comment or statement about the financial market environment, the validity of an aMIS as an investment script or opportunity per se in the Australian financial market system is a generic and personal view and has no bearing or relation on any particular scheme or arrangement promoted to Australian investors.

Within this submission an occasional x-reference may be inferred to a specific "Inquiry into Agribusiness Managed Investment Schemes" - Terms of Reference. Other than the aforementioned inference, the balance of this submission is a collection of own meandering thoughts, opinions and set of life experiences.

Agribusiness Management Investment Schemes (**aMIS's**) have been tried and tested and / or rejected by many sophisticated investors around the world, of that I am sure. (Madoff-150)

Writer's note: As at July 9th 2009 another elaborate Ponzi scheme has been exposed and claims filed in the US Federal Courts. The claim is against Provident Royalties LLC, Texas, (oil and gas industry MIS), with alleged losses of \$485 billion USD. The promoters are charged with misrepresenting elements of the investment prospectus to investors. The United States of America is now on a one way path to become a 2nd world nation. The ramification to Australia will be significant.

Executive Summary

aMIS's are not suitable short – medium term investments for listed public companies.

aMIS's cannot provide for early profits or a return of capital if managed correctly.

aMIS's are a great opportunity for governments if managed for the people.

aMIS's operate in Australia with flawed management structures.

aMIS's Regulation - Proposal or a Solution

Governments actively encourage the growth of MIS's

Finale

Content

aMIS's are not suitable short – medium term investments for listed public companies.

- In 2006 I recall reviewing several prospectuses from one listed public company, with the objective of identifying any financial opportunity to an investor.
- The short analysis concluded:
 - o The scheme and arrangements as promoted by any one prospectus as proffered by this listed public company, was similar in characteristics to other prospectuses previously promoted to investors in different types of Agribusiness.
 - o If an investor held the script for the duration of the project term as quoted in the prospectus then they were unlikely to receive a positive return.
 - o Astute investors or financial savvy people who reviewed the immediate 3 - 5 year history of the aforementioned listed company would/should quickly identify the internal mechanics of the scheme as either :
 - A "Pyramid" or "Ponzi" type of scheme or proposal.
 - A **pyramid scheme** is a non-sustainable business model that involves the exchange of money primarily for enrolling other people into the scheme, often without any product or service being delivered.
 - A **Ponzi scheme** is a fraudulent investment operation that pays returns to separate investors from their own money or money paid by subsequent investors rather than from any actual profit earned.
 - These schemes require a continuous feed of capital otherwise they will suffer a financial collapse.

- If cash flow trends from these schemes were measured against claims in the prospectuses, sophisticated investors understanding the mechanics of an aMIS, could easily seek out early profit opportunities.

aMIS's cannot provide for early profits or a return of capital if managed correctly.

- A Ponzi scheme promises to deliver high profits to the earliest investors.
- The aMIS I reviewed provided the second signal for early profit opportunities with a distribution of capital in 2002. Referred to as a "special distribution".
 - At this time (2002) any astute observer or regulator monitoring the activities of the listed company should have been alert and placed a watch for a "Pyramid" or "Ponzi" type scheme in operation.
 - To continue the scheme, abnormal acquisitions at excessive prices are required. The alternative, of not achieving growth targets, must have been known by all senior management. An extensive commitment from many people is required.
- Accumulated corporate franking credits in this aMIS, were used as the means to return capital before the expiration of any specific project timeframe.
 - Project time frames determine the profitability of the project.
 - Dividends from franking credits can only be distributed to unit holders, if public funds raised are collectively pooled and taxed.
 - It is difficult to understand how capital funds raised from a prospectus can be classified as Income when the project has not begun.
 - The pooling of capital funds into a group entity permitted the subjective interpretation and subsequent reclassification of capital to income that was recorded as "Sales".
 - This reclassification determined the taxation obligations generating corporate franking credits.
- Corporate policy on Wood-lots and Drovers valuation in the aMIS reviewed may have been flawed. Some asset components (Drovers) were carried at a future market value rather than net realizable values for each year.
 - Such a policy can significantly distort current values being reported annually.
 - The sheer weight in numbers of droves would make "true" accountability difficult.
- A proportional allocation of capital raised and allocated against the service requirements of the projects demand for cash, would correctly match income and expenditure against the projected time frames of any single prospectus. There is little or no evidence is this fundamental and necessary matching principle that would promote good governance.

- Poor corporate governance and improper accountability / management over in future cash flows demands have failed investors of each prospectus.
 - It appears capital funds raised for projects were not allocated toward the expense and maintenance programs developed for that investment program.
 - Instead:
 - Elaborate schemes and arrangements were devised to permit the distribution of capital via questionable management practices thereby starving a prospectus project of necessary long term funding required to succeed.
- Equally wanting are the numerous independent reviews and independent annual reports.
 - Auditors of today, as part of their audit review, do not review the accuracy of written statements made by Directors or management and that are contained in the Annual Report.. Why has this practice been foregone?
- The issuance of the annual prospectus and dividends continued on a regular basis until the ultimate collapse of the company under the weight of its own excesses.
 - I analysed the prospectuses of the aMIS reviewed in late 2006.
 - By 2006 midyear, the aMIS was required to broaden its scope of opportunities and replicate the prospectuses into other agriculture forays.
 - I concluded then it was only a matter of time before the company would implode.
 - I was equally surprised to see this scheme, so well executed and managed, lasted as long as it did and pay dividends continuously until late 2008 when the rest of financial world was contracting, because of a shortage of credit.

aMIS's - A great opportunity for governments if managed for the people.

- An appropriately planned and managed aMIS which is guided by the people for the future of the nation's people without economic promise for early profits or short term gains is an opportunity for governments to embrace.
 - Australia has:
 - limited natural resources, (albeit in abundance today),
 - little or no manufacturing industry and
 - virtually no vertically integrated value adding heavy industry.
 - Preservation and sustainable development is achievable if our natural resources are managed objectively and with long term policies and long term management goals.
 - Due to the complex nature of aMIS's and the long term impact on soils and the general environment, an aMIS should be considered a government initiative and not a profit orientated enterprise.

Environmental, conservation and land management government agencies are better equipped to manage and operate many aMIS tree type projects because of the extended periods of zero income, the high levels of expenditure at the early stages of development and the high risk of crop failure.

- Australian Taxation Office incentives of a 120% taxable deduction with no further promise of profit or participation should be encouraged and private management discouraged.

aMIS's operate in Australia with flawed management structures.

- Historical data and empirical evidence within financial models, suggests that once there is a profit or capital decline recorded in a Ponzi type scheme then the end is nigh.
- Schemes with strong management and stronger corporate governance principles in place are subjected to the same financial stress tests and principles of Supply and Demand. These schemes will sustain any economic downturn because of the management controls matching capital funds raised to projects promoted to investors and Income to Expenses ensure accountability is strong, accurate, adequate and appropriately classified. (Budgeting is not rocket science.)

aMIS's Regulation - Proposal or a Solution

The solution lies within the rules of self regulation, Corporate Governance and enforced minimum penalties for corporate breaches not convictions.

- Open the coffers for the watchdogs to investigate Brokers, Advisors and Promoters.
- Eliminate the re-birthing of failed listed public companies.
- Broaden the scope of the independent arbitrator or Ombudsman for the financial industry.
- Establish and Expand upon a standard set of criteria that automatically disqualifies a Director from holding office and/or conducting specific types of business activities for life, retrospectively for a period of 10 years from the collapse of a listed public company or their associated Pty Ltd companies.
- Establish a public database of Directors who have managed a failed publicly listed company.
- Facilitate the investigation of :
 - off market Broker transactions and
 - Broker Client Holding accounts for conflicts of interest.

Other considerable thoughts for debate:

- You cannot proffer legal or financial advice and independently "Assess" or "Audit" different projects and engagements at the same time within the same corporate group.
 - Restrict the working practices of Accountants, Liquidators and Lawyers into a specific and specialist streams,
 - Prevent professionals from proffering their services via an array of legal entities and claiming internal confidentiality and independence.
 - Prevent a registered Liquidator from being a director of listed public company.
 - Prevent a Turnaround & Solvency type accounting firms from being both an independent Adviser and Auditor for the same or related set of companies.
 - Expose employee conflicts of interest and secret commissions with public companies and sanctioned by Executive Management of the public company as collusion and corruption invoking the mandatory enforcement of penalties.

A conflict of interest exists when services of independence compete with those of management advice.

Governments actively encourage the growth of MIS's

Hyperlink - ASIC - Commentary on compliance plans: Agricultural industry schemes

April 2004

[http://www.asic.gov.au/asic/pdf/lib.nsf/lookupByFileName/Ag_schemes_commentary_.pdf/\\$file/Ag_schemes_commentary_.pdf](http://www.asic.gov.au/asic/pdf/lib.nsf/lookupByFileName/Ag_schemes_commentary_.pdf/$file/Ag_schemes_commentary_.pdf)

The financial markets in Australia are dynamic with self regulation a key component of our corporate laws.

- In an industry full of jolly bounders and arrant scallions supported by an ineffective executive arm of government (by association) and where the activities of the corporate watchdogs is limited, (Australian Investment Securities Commission and the Australian Taxation Office) via fiscal constraint, one can only expect heartache in the scheme of things. (Pardon the Pun).

Government agencies are under resourced and *do not* monitor or act decisively on consumer complaints.

- If investor funds are lost from questionable activities promoted by Directors and/or the Responsible Entity and that financial loss accumulatively remains below a "\$" threshold, then no action is taken and the consumer complaint is submissively dismissed over an extend passage of time by the government agency that should be protecting the investor.
- The "\$" threshold is an economic level and decision made by senior management within government.
- Their decision has naught to do with good governance or accountability or the performance of the people's government. But their decisions do change governments. The price of harmony and self regulations comes with great costs. The cost of an investigation in failure is greater.
- Unscrupulous marketers promoting Ponzi schemes know well their working environment.

In Australia our deregulated markets encourage the rebirth of listed public companies.

- Public listed companies are suddenly placed into Voluntary Administration by the very people who establish them. Some corporate individuals actively plan the re-birthing schemes and arrangements on a regular basis. They use familiar faces and trump card players on a Board of Management and always secure the sanctuary from "*independent*" Auditors, Lawyers and Accounting firms for a fee.
 - o *The next of set corporate re-births will proffer "uranium" and unbelievable profits.*
- If the democratic nature of our self regulated market will not allow the government watch dogs to act on their own findings then the very nature of a deregulated market is ineffective thus promoting full regulation to be embraced once again.

Finale

It is indefensible to promote lucrative returns or to issue dividends at any time before a substantial period of the aMIS's incubation period has expired.

Any financial return provided as a dividend payment during the early life of the aMIS's, should be considered an extraordinary contradiction and deviation from the basic rules of Accounting.

aMIS's that have promoted or issued early dividends and capital returns to investors must have the cloak of silence lifted and the methodology exposed for all to understand.

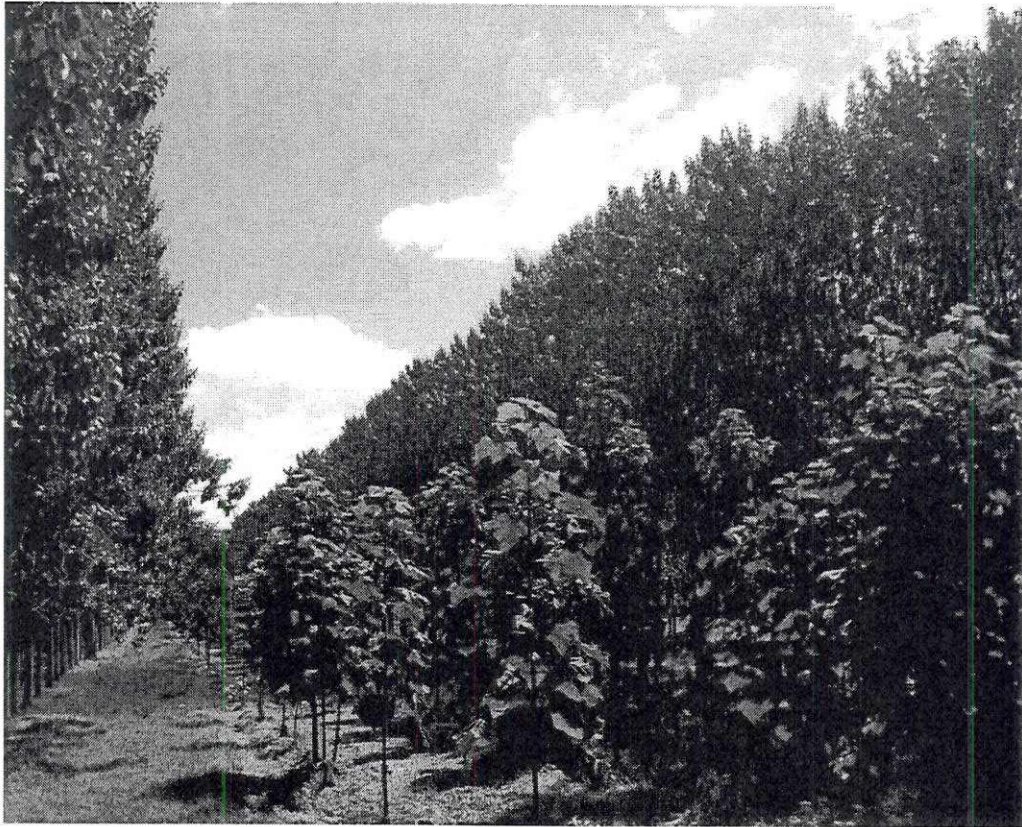
Several reviews have been conducted on aMIS's by the Australian Securities Investment Commission (ASIC) notably in 1999, 2001 and 2003. The 2004 issued statement by the ASIC suggested the federal agency had expressed concerns "*about the quality of compliance plans, identified a number of plans that were inadequate and a number of instances of non-compliance with plans.*". --- **NO FURTHER ACTION WAS RECORDED** ---

SAVE THE WORLD TECHNOLOGIES

INFORMATION MEMORANDUM

****EXTENSION UPDATE****

THIS DOCUMENT PROVIDES UPDATED INFORMATION ON THE CURRENT OFFER OF 25,000,000 SHARES AT AN ISSUE PRICE OF \$0.20 USD PER SHARE. THE LAST TRADED PRICE WAS \$0.25 USD. THIS OFFER HAS BEEN EXTENDED AND CLOSSES FRIDAY 31ST JULY 2009.



MANAGING DIRECTOR'S UPDATE

Thursday, July 21, 2009

Dear Investors,

On behalf of the Management of Save The World Technologies Inc, it is my pleasure to present this share offer extension to you. The extension of the Issue of shares in Save The World Technologies Inc. under the current Information Memorandum is offered due to recent significant announcements progressing the company's growth at a faster than anticipated rate.

Since the release of the Information Memorandum, Save The World Technologies has already filled 23% of the share allocation on offer. Concurrently, significant progress has been made with the company's core activity at present - the application of the Global Forestry Plan. As you are aware our Global Forestry Plan aims to create renewable resource forests in selected locations around the world utilizing the company's proprietary Kiri Tree. Each forest will provide significant green house gas sequestration (CO₂ absorption) and supply renewable, environmentally friendly timber. The Kiri Tree has been developed and tested over a period of twenty years to provide an alternative to the continual depletion of our natural resources and old growth forests. Our solution creates rapid growth reforestation projects, ready to be harvested in 7 years with the tree then regrowing from the stump and root structure, creating a truly renewable resource.

More detailed activity updates follow but in short:

- Save The World Technologies has recently announced their first Global Forestry Plan project, to begin in early 2010 in Vanuatu. The 3,125 acre project has projected revenue of US\$337,000,000 for the first complete harvest alone.
- The company has also secured an agreement for the sale of all carbon credits for this project and future projects undertaken by the Save The World Technologies. This agreement will see cash flow for the project from the planting stage through to harvest and create a cash flow positive forest within 24 months, five years before the first harvest.
- Negotiations are nearing completion for the establishment of a research, development, training and nursery Facility in Queensland.
- Activity is underway to elevate SWTG to full SEC reporting status.
- Negotiations are currently in place for a total of 71,000 acres of projects around the world, and with a carbon agreement in place and the current capital raising offer nearing completion, the company is confident of securing significant land parcels for further reforestation in more areas.



Exciting times lay ahead for Save The World Technologies. I encourage you to keep abreast of new and recent company announcements via our website, www.savetheworldtech.com. I trust you share in the excitement of our company's recent announcements and share offer extension.

The timing for a carbon credit generating business like ours could not be better. This combined with the opportunities for an environmentally sustainable timber and reforestation solution presents Save The World Technologies as a unique business. It truly represents an ethical investment with upside for the investor and the environment.

Yours sincerely,

(signed)

Ray Smith
Managing Director



ACTIVITY UPDATE

VANUATU PROJECT BRIEF

Save The World Technologies has finalised all arrangements for the commencement of a 3,125 acre forestry project on the island of Malakula, Vanuatu with the first harvest revenue forecast at US\$112,520 per acre. The project will deliver a positive and sustainable impact on the 'three E's' - Environment, Economic and Employment - in Vanuatu.

This forest paves the way for over 675,000 Kiri Trees to be planted, commencing in early 2010, using the IP in the Company's Global Forestry Plan. The project will create hundreds of local jobs, 285,000 m³ of renewable saw milled timber, and carbon sequestration of 1.4 million tonnes of carbon dioxide (CO₂) from the atmosphere.

As the two trillion dollar timber industry continues to grow at 4% annually timber resources are disappearing at the alarming rate of 96,000 acres per year. The need for continual supply of sustainable forestry has never been more critical and the GFP has been structured to address this supply/demand issue. This demand creates a ready market for the timber from the Vanuatu project.

Our Vanuatu forest will sequester 1.4 million tonnes of CO₂ from the atmosphere every seven years courtesy of the company's remarkable Kiri Tree; a fast growing, high CO₂ absorbing tree ready for mature harvest in just seven years. Post harvest, the Kiri Trees will re-grow from the stump, sequester more CO₂, stabilise and enrich the soil and negate the need for replanting, and the process begins all over again.

The 1.4 million tonnes of CO₂ sequestered creates 1.4 million carbon credits, generating US\$18M of revenue. Significant revenue is also generated from the sale of timber with the first harvest cycle revenue forecast at US\$319M, based on current Kiri timber prices.

Revenue for the first harvest, forecast at US\$112,520 per acre, is based on the Global Forestry Plan 1000 acre module planting matrix. Three such modules will be planted in this Vanuatu project.

Locally, the company estimates the project will create at least 200 full and part time jobs. This number will increase over the first seven years as we build up to the first harvest, at which point the forest will have all stages of the growth cycle in operation. The positive effect for employees, their families and the wider community will be felt for decades through the additional cash injection and increased quality of life provided by the project to the people of Vanuatu.

The fast growth and regrowing capabilities of the Kiri Tree, developed by Save The World Technologies, will allow the Vanuatu project up to seven harvests within 50 years; the same time that it takes many other traditional forestry projects to reach their first harvest. Over this time, the 3,125 acre forest will produce the timber yield equivalent of a 21,875 acre forest of traditional forested species.

Discussions are underway regarding additional plots of land in Vanuatu for the creation of more forests and the creation of an advanced route stock growing facility. A country brief on Vanuatu is attached for your background information.



CARBON CREDIT AGREEMENT

Save The World Technologies has recently announced a multi-million dollar agreement for the sale of carbon credits created through their Global Forestry Plan projects.

The agreement, with a US based Green Venture Fund, confirms the strong corporate confidence in Save The World Technologies' Global Forestry Plan and its offering to the burgeoning carbon market.

This deal, at such an early stage of our company's growth, confirms the amazing confidence in our business model and the Global Forestry Plan from investors and the business community. This contract will pave the way for us to secure land for our forests and begin planting as early as 2010, confident in the fact we have already secured a large portion of our cash flow for each project.

While forestry has traditionally relied solely upon revenue from harvests often decades after initial planting, the Save The World Technologies' Global Forestry Plan generates cash flow from the beginning of the forests life-cycle by way of carbon credit sales.

This agreement highlights how revenue can be created from the start of our forests life cycle and generates a positive cash flow within 18-24 months. Significantly, this is done by creating a positive environmental outcome through the millions of tonnes of CO₂ sequestration.

The Global Forestry Plan is based on replicating 1000 acre modules using the Kiri Tree. A single module will result in the carbon sequestration of over 500,000 tonnes of CO₂ directly from the atmosphere and US\$6m in carbon credit revenue alone. It is the carbon revenue that creates a cash flow positive forest within 18-24 month of planting, well before any tree is harvested.

RESEARCH, DEVELOPMENT AND NURSERY FACILITY

Negotiations are nearing completion for the establishment of a Research, Development, and Nursery Facility in Southeast Queensland. The purpose of this Facility will be to carry out further research into the Kiri tree and to further develop elements of the Global Forestry Plan.

Importantly it will also provide a demonstration facility for investors, industry groups and SWTG staff under training. Visitors to the Facility will be able to see and study all stages of the Kiri Tree's growth, pre and post coppice, based on a system of progressive plantings.

The Nursery component of the facility will also have the capability to support the establishment of new forests by supplying additional route stock to establish and maintain forests.

As this facility develops it will be an important asset in assuring the long term sustainability and refinement of Save The World Technologies.



RETURN TO FULL S.E.C. REPORTING

Actions are underway to return Save The World Technologies (SWTG) to full SEC reporting status. SWTG has had its financials prepared in accordance with USGAPP standards for filing with the SEC to maintain full reporting status.

SWTG has also engaged a market maker to file a Form 15c211 with FINRA (SEC Agency) to recommence the full online stock quotation service to provide greater trading transparency and improved liquidity in the stock.

These activities will see SWTG return to the Pink Sheet level in the OTC Market.



VANUATU COUNTRY BRIEF

Vanuatu is group of islands located in the South Pacific Ocean, about three-quarters of the way from Hawaii to Australia (see map). The Capital, Port Vila, is on the island of Efate. It has a tropical climate; moderated by southeast trade winds from May to October; moderate rainfall from November to April; may be affected by cyclones from December to April.

Natural resources include manganese, hardwood forests and fish. The major current environmental issues are most of the population does not have access to a reliable supply of potable water; and, deforestation.

Nationality: Ni-Vanuatu
Total land area: 4,937.16 hectares (12,200sq km) – Slightly larger than Connecticut
Population: 218,519, Growth Rate of 1.398%
Age: 0-14 years: 30.7% (male 34,263/female 32,833)
15-64 years: 65.3% (male 72,670/female 69,970)
65 years and over: 4% (male 4,516/female 4,267)
Median age 24.2

EXCHANGE RATE

As at Thursday, July 16, 2009

1 Vanuatu Vatu	=	0.009804 US Dollar
1 US Dollar (USD)	=	102.000 Vanuatu Vatu (VUV)
1 Vanuatu Vatu	=	0.01228 Australian Dollar
1 Australian Dollar (AUD)	=	81.42354 Vanuatu Vatu (VUV)

INTERNATIONAL AGREEMENTS

Party to: Antarctic-Marine Living Resources, Biodiversity, Climate Change, Climate Change-Kyoto Protocol, Desertification, Endangered Species, Law of the Sea, Marine Dumping, Ozone Layer Protection, Ship Pollution, Tropical Timber 94

TIME DIFFERENCE

UTC+11 (16 hours ahead of Washington, DC during Standard Time)

INTERNATIONAL COUNTRY CODE: - 678



GOVERNMENT

The Government has created conditions in Vanuatu that have widespread appeal to investors. The general policy toward all forms of foreign investment is to welcome it, provided that the proposed investment contributes to the economy. There is no percentage limit on foreign ownership of a Vanuatu business; indeed, most businesses are foreign owned.

Chief of State: President Kalkot Matas KELEKELE (since 16 August 2004)
Head of Government: Prime Minister Edward NATAPEI (since 22 September 2008);
Deputy Prime Minister Ham LINI (since 22 September 2008)

Next election due in 2009

The US does not have an embassy in Vanuatu or vice versa; the US ambassador to Papua New Guinea is accredited to Vanuatu.

ECONOMY

This South Pacific island economy is based primarily on small-scale agriculture, which provides a living for over 70% of the population. Fishing, offshore financial services, and tourism, with more than 167,000 visitors in 2007 are other mainstays of the economy. Mineral deposits are negligible; the country has no known petroleum deposits. A small light industry sector caters to the local market. Tax revenues come mainly from import duties. Economic development is hindered by dependence on relatively few commodity exports, vulnerability to natural disasters, and long distances from main markets and between constituent islands. In response to foreign concerns, the government has promised to tighten regulation of its offshore financial centre. In mid-2002 the government stepped up efforts to boost tourism through improved air connections, resort development, and cruise ship facilities. Agriculture, especially livestock farming, is a second target for growth. Australia and New Zealand are the main suppliers of tourists and foreign aid

GDP: US\$560m (Official exchange rate), real growth rate 6.3% (2008), US\$4,600 per capita

Labour Force: 76,410 – Agriculture 65%, services 30%, Industry 5%

EXPORTS

\$40m f.o.b. (2006)

Commodities: copra, beef, cocoa, timber, kava, coffee

IMPORTS

\$156m c.i.f (2006)

Commodities: machinery and equipment, foodstuffs, fuels



FORESTRY

The Department of Forests is responsible for issuing Timber Licenses and monitoring timber-harvesting operations. All companies in Vanuatu pay an annual business license fee and export duties where applicable.

The Government of Vanuatu encourages domestic processing of wood and export of value added forest products. In order to take advantage of the much greater value gained by in-country processing and to encourage modernization and investment in the local timber industry there are restrictions on exports of unprocessed logs under the Forestry Act.

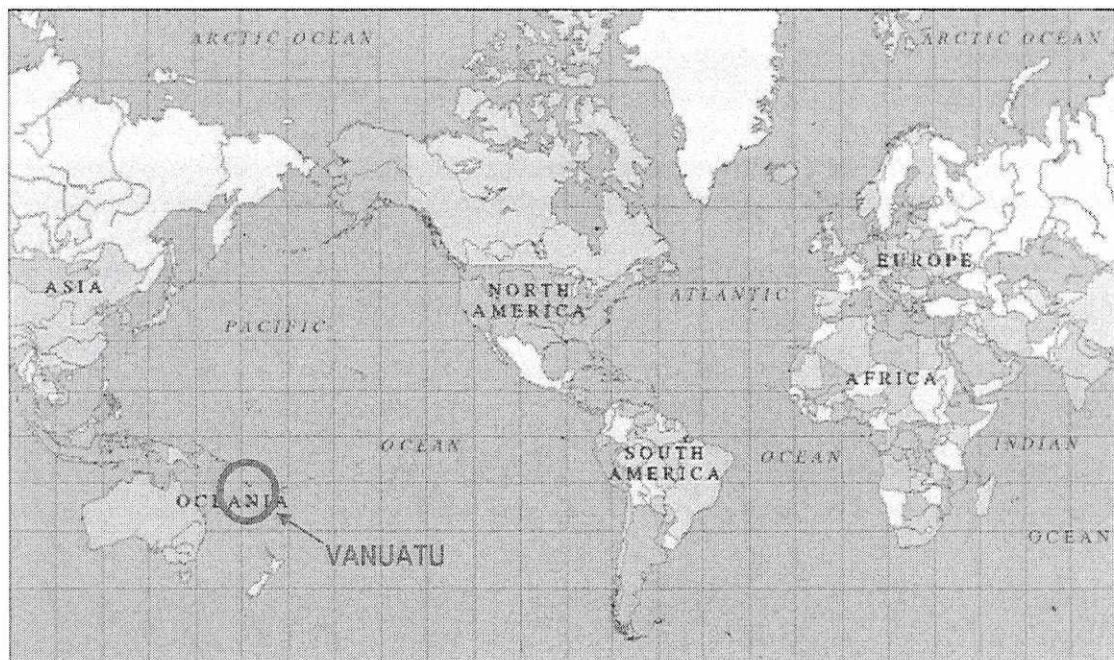
PLANTATION FORESTRY:

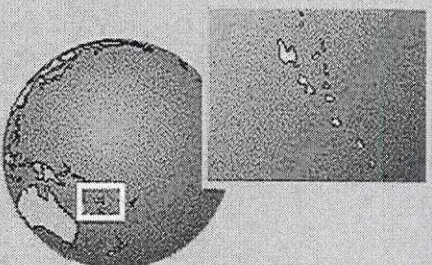
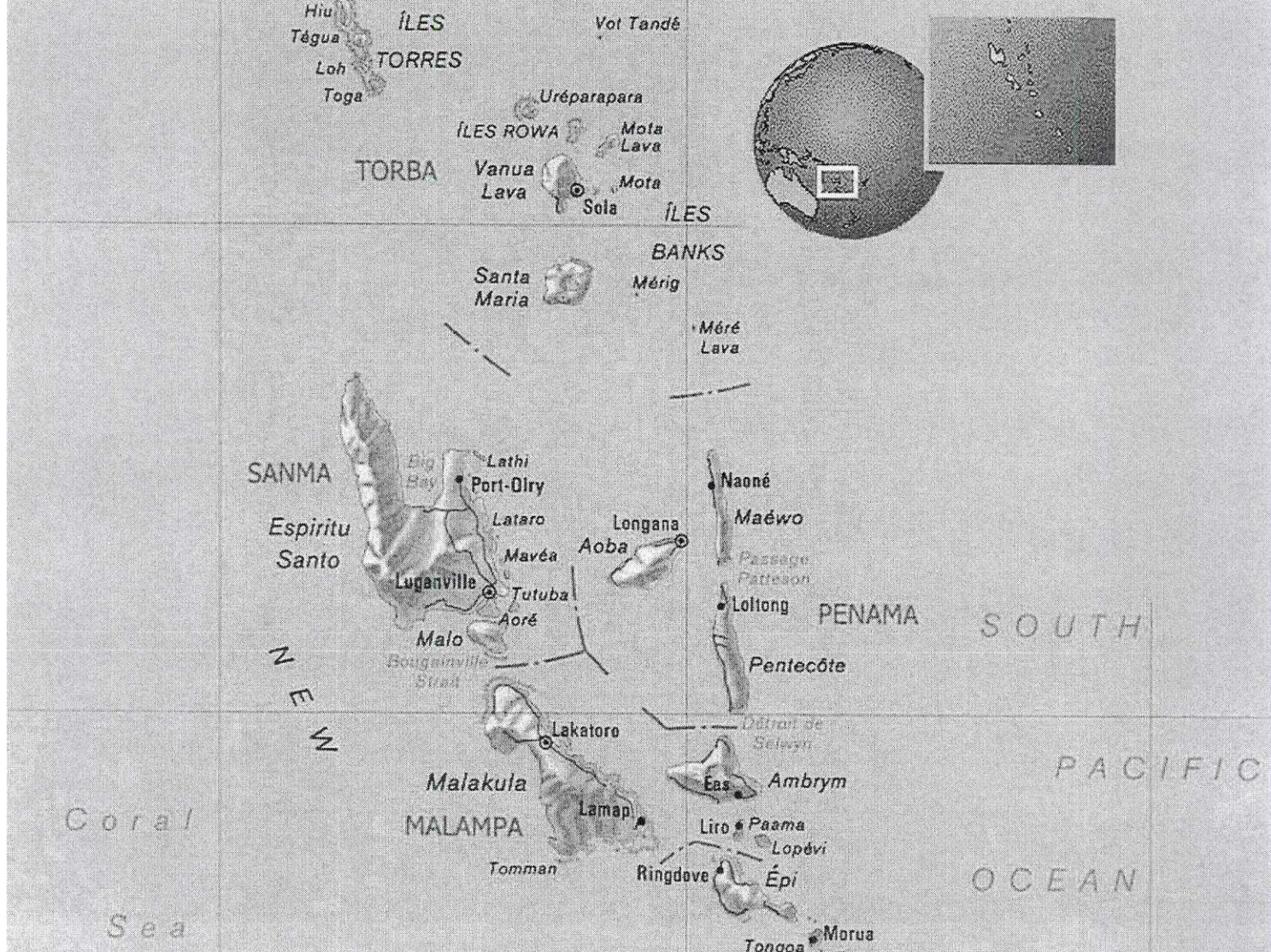
The main islands having significant potential plantation areas identified are Espiritu Santo, Erromango, Malakula, Vanua Lava and Efate.

The Government aims to facilitate Ni-Vanuatu participation and investment in forest industries, especially through joint ventures in the private sector and in mobile sawmills.

There are certain major commercial species that could be processed for both the domestic and international markets. These species include whitewood, milktree and tamanu, as well as for lesser-known commercial species. The use of timber in Vanuatu as an economic, durable and renewable commodity for housing and construction purposes still remains to be fully tapped. Vanuatu is seeking to satisfy domestic demand and to replace the import of processed products with local products.

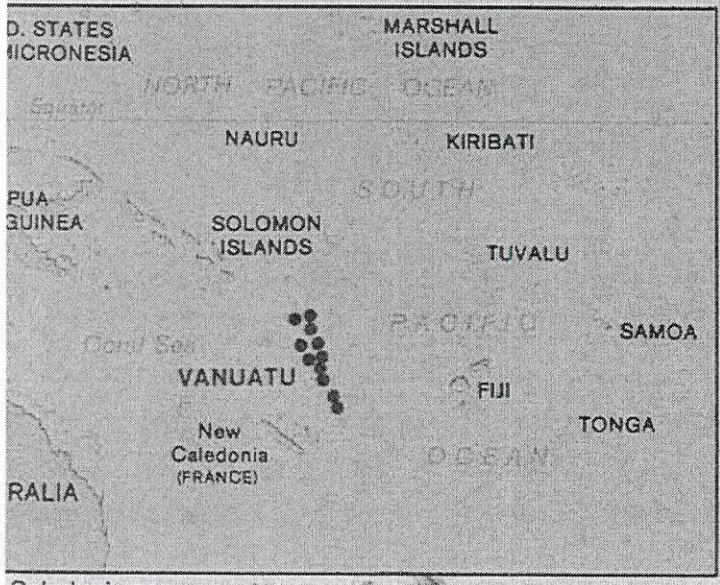
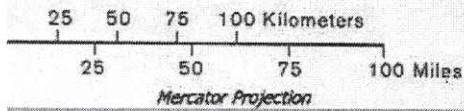
GLOBAL LOCATION:





Vanuatu

- ★ National capital
- ORBA Province name
- ⊙ Province capital
- Road



SAVE THE WORLD TECHNOLOGIES



INFORMATION MEMORANDUM

THIS OFFER IS 25,000,000 SHARES AT AN ISSUE PRICE OF \$0.20 USD PER SHARE.

THE LAST TRADED PRICE WAS \$0.25 USD.

THE OFFER CLOSES ON MONDAY 20TH JULY 2009.



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VISION STATEMENT

To create profits and a positive environmental impact by establishing a global network of forests for large scale sequestration of carbon dioxide (CO₂) and sustainable timber production.

MISSION STATEMENT

To identify and develop land and financial resources for the creation of fast growth forests globally to secure returns from renewable timber and carbon credit sales.



MANAGING DIRECTOR'S LETTER

Thursday, June 25, 2009

Dear Investors,

On behalf of the Management of Save The World Technologies Inc, it is my pleasure to present this Information Memorandum to you. The Issue of shares in Save The World Technologies Inc under this Information Memorandum provides investors with the opportunity to own shares in a US Listed Environmental Technologies company.

The company's core activity is the development and rolling out of the Global Forestry Plan with associated activities which will enhance the company's financial future. The Global Forestry Plan aims to create renewable resource forests in various locations around the world utilizing the company's proprietary Super Kiri Tree. Each forest will provide significant green house gas sequestration (CO₂ absorption) and supply renewable, environmentally friendly timber. The Super Kiri Tree has been developed and tested over a period of 20 years to provide an alternative to the continual depletion of our natural resources and old growth forests. Our solution creates rapid growth reforestation projects, ready to be harvested in 7 years with the tree then regrowing from the stump and root structure, creating a truly renewable resource.

Our key targets for forest projects currently include the rehabilitation of coal and other old mining sites in Australia, reforestation of old forests such as the Amazon in Brazil and working with Indigenous groups in the USA to create new forests, as well as working with land holders in Vanuatu and more. The company's sustainable strategy is to produce and sell carbon credits from the time of planting and renewable, environmentally friendly timber at interim and full harvests that will generate superior returns on investment for shareholders.

Exciting times lay ahead for Save The World Technologies and in my time with the Company I can already see the great opportunities that lay before it. The timing for a carbon credit generating business could not be better. This combined with the opportunities for an environmentally sustainable timber and reforestation solution presents Save The World Technologies as a unique business. It truly represents an investment with upside for the investor and the environment.

Yours sincerely,

Ray Smith
Managing Director



EXECUTIVE SUMMARY

Save the World Technologies Inc is a US based Listed (US Stock Symbol: SWTG) company headquartered in Boulder, Colorado and it's main operations office located in Queensland, Australia. It is involved in the Sustainable Forestry sector with a strong emphasis on creating renewable forests and the generation of carbon credits through sequestration. Using its unique IP vested in its proprietary Super Kiri Tree and its Global Forestry Plan, Save the World Technologies is well positioned to take advantage of emerging demand for renewable forests, reforestation and the burgeoning carbon market.

Save the World Technologies will generate significant revenue from the sale of the timber and carbon credits. The advantages afforded by its proprietary Super Kiri Tree means a much faster growth cycle than that of traditional tree types used in forestry allowing Save the World Technologies to generate several revenue cycles within the time span of a more traditional forestry cycle. Further to this, as the tree regrows from the stump after harvesting and the process of carbon and timber generation can begin all over again without significant capital and environmental costs.

There is a strong market for the sustainable timber and an increasingly strong market for the carbon credits.

Save the World Technologies is focused on applying its Global Forestry Plan within Australia, Vanuatu, USA, Brazil and other international locations to take advantage of opportunities as they arise.

Save the World Technologies has completed all of the arrangements to commence its first major project in Vanuatu and the project will be commencing in early 2010. The carbon credits for the first cycle have already been presold, totaling 2.7 million carbon credits at an average price of \$13 USD per credit.

A License to operate the Company's IP has been negotiated with two US Companies, one public and one private.

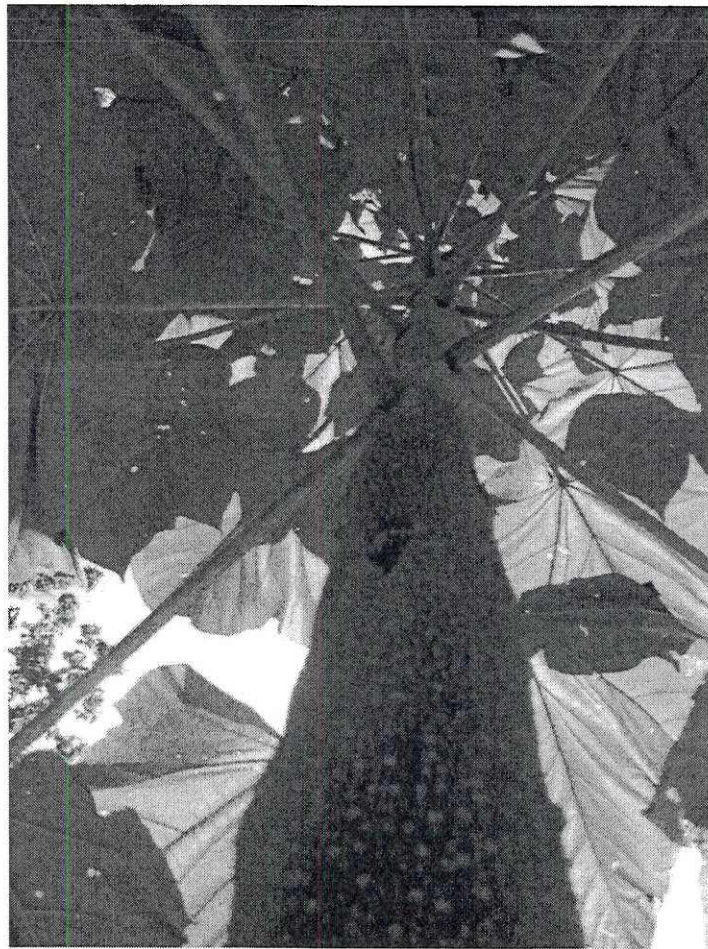
The Company is now positioned to commence its next phase of operation. This will be the pursuit of projects in Australia to undertake reforestation in areas that have been impacted by the conduct of mining. The Australian Government and each state now maintains a full rehabilitation mandate, whereby the mining operators must rehabilitate these areas.

The application of Save the World Technologies' IP to these areas offers an ongoing and renewable solution that is good for the investor, the environment and the local communities. This opportunity presents the ability to be involved with an investment that is good for the



financial betterment of the investor and delivers a beneficial result to the environment.

Under the offer outlined later in this document Save the World Technologies will release 25,000,000 shares at the price of \$0.20 USD each. The last traded price was \$0.25 USD. The purpose of this release is to fund the initial operations in Vanuatu and the Australian mining sector. This offer closes at 5:00 PM on 20th July 2009.



IMPORTANT NOTICES

This Information Memorandum contains important information and requires your careful attention. It should be read in its entirety. If you are in doubt as to its contents or the course you should consult your stockbroker, accountant, solicitor or other professional adviser before making any decision to invest in the company.

CONFIDENTIALITY

The information contained in this Information Memorandum is being provided on a confidential basis to the recipient solely for the purpose of evaluating an investment or business relationship in Save The World Technologies Inc (the "Company").

By accepting a copy of this Information Memorandum the recipient agrees, for itself and its related body corporate and each of their management, officers, employees, agents, representatives and advisers, to maintain the confidentiality of this information. Any reproduction or distribution of this Information Memorandum, in whole or in part, or any disclosure of its contents, or use of any information contained in this Information Memorandum for any purpose other than to evaluate an investment in the Company, is strictly prohibited.

STATUS OF INFORMATION MEMORANDUM

The information contained in this Information Memorandum or subsequently provided to the recipient whether orally or in writing by, or on behalf of the Company, or any of their respective management, officers, employees, agents, representatives and advisers (the "Parties") is provided to the recipient on the terms and conditions set out in this document.

The information contained in this Information Memorandum has been furnished by the Company and other sources deemed reliable but no assurances are provided by the Parties as to the accuracy or completeness of this information.

To the full extent permitted by law, the Parties do not:

- Provide any representations or warranties (express or implied); and
- Accept no responsibility or liability (including in negligence) is accepted,

by the Parties as to the accuracy or completeness of any statement, opinion, forecast, information or other matter (whether express or implied) contained in this Information Memorandum or its appendices or as to any other matters concerning them.



To the full extent permitted by law, no responsibility or liability (including in negligence) is accepted by the Parties:

- for, or in connection with any act or omission, directly or indirectly relied upon; and
- for any cost, expense, loss or other liability, directly or indirectly, arising from, or in connection with, any omission from or defects in, or any failure to correct, any information contained herein or contained in any other communication (whether oral or written) about or concerning them, or the issue of securities in the Company.

The delivery of this Information Memorandum does not under any circumstances imply that the affairs or prospects of the Company or any information affecting it:-

- have been fully or correctly stated in this Information Memorandum;
- have not changed since the date of this Information Memorandum; or
- have not changed since the date at which the information is expressed to be applicable.

No responsibility or liability (including in negligence) is assumed by the Parties for updating any such information or for informing the recipient of any new information of which the Parties may become aware.

FORWARD-LOOKING STATEMENTS

This Information Memorandum contains forecasts and other forward-looking statements concerning the Company. These statements are based on a number of assumptions, expectations and estimates developed by the Company that, while considered reasonable by the Company, are inherently subject to significant uncertainties and contingencies, many of which are beyond the Company's control and/or reflect future business decisions which are subject to change.

Recipients of this document are advised that the forecasts included in this Information Memorandum are forward-looking statements and therefore are inherently speculative. Due to the subjective judgments and inherent uncertainties of statements about future events, there can be no assurance that the Company's actual future results, or subsequent forecasts, will not vary significantly from the forecasts and other forward-looking statements set out in this Information Memorandum. The inclusion of the forward-looking statements set out in the Information Memorandum should not be regarded as a representation or warranty with respect to their accuracy or the accuracy of any underlying assumptions or



that the Company will achieve or is likely to achieve any particular results.

Any statements set forth within the Information Memorandum that are not historical facts are forward- looking statements that involve risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. Potential risks and uncertainties include, but are not limited to, such factors as market acceptance, ability to attract and retain customers and joint venture partners, success of marketing and sales efforts, product performance, competitive products and pricing, growth in targeted markets, risks of foreign operations, and other information detailed from time to time in the Company's filings with the United States Securities and Exchange Commission.



SUMMARY OF THE OFFER

OFFER SUMMARY

The Company is offering ordinary shares (the "New Shares")

The shares are offered at a discounted price of \$0.20 USD (the last traded price on the exchange was \$0.25 USD). 25,000,000 shares are on offer.

PROCEEDS OF THE ISSUE

The proceeds of this offering will primarily be used to fund the commencement of the work on the Vanuatu project and reforestation projects in Australia in areas that have been impacted by mining operations.

Save The World Technologies may also carry out due diligence on other potential acquisitions and investments; and fund due diligence on properties believed to have commercial potential; also provide working capital for the Company's operations in line with its joint venturing and Global Forestry Plan operations.

PURPOSE OF THE ISSUE

The capital raised will permit the Company to create the infrastructure and commence the process of applying the Global Forestry Plan to the Vanuatu project and areas subject to mining degradation and subsequent rehabilitation in Australia. This includes assuring arrangements for supply of laboratory and greenhouse services, recruitment of additional suitably qualified team members and preparation of the relevant local structures for project and funding operations, as well as the winning of contracts to apply the Global Forestry Plan to areas subject to mining rehabilitation in Australia.

CLOSING DATE FOR ACCEPTANCE

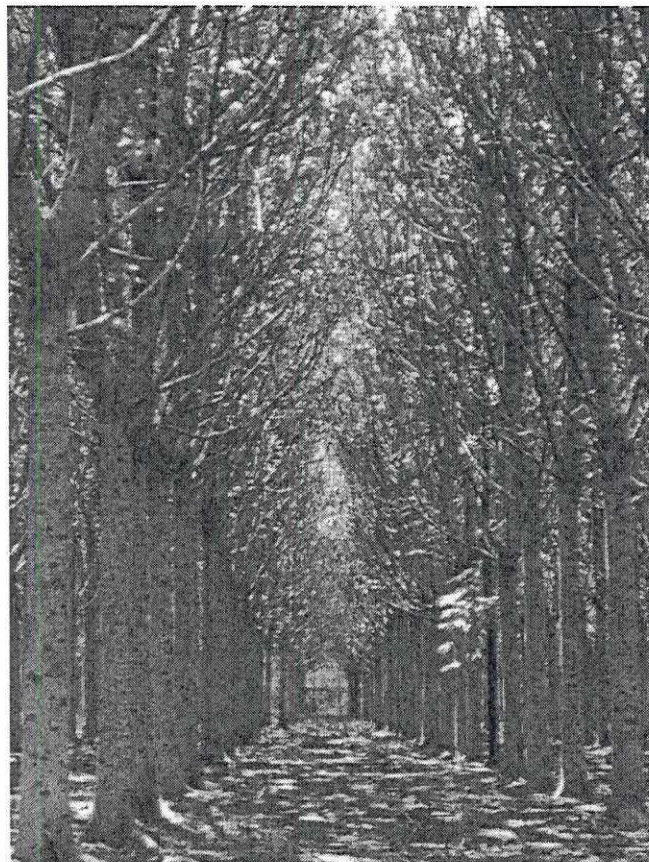
The intended closing time and date for acceptance of applications for the issue of New Shares is 5:00 PM (GMT +10.00) on Monday July 20, 2009.



SUMMARY OF IMPORTANT DATES

The Company reserves the right to withdraw the issue at any time and refund acceptance moneys to applicants without interest. The Company may close this offer early or extend the closing date for acceptances. In such case the important dates listed above will be affected.

	Date
Intended closing date for lodgment of applications	20 July 2009
Intended date for closing for issue of New Shares	24 July 2009



CORPORATE OVERVIEW

Save the World Technologies Inc is a US based (US Stock Symbol: SWTG) Listed company headquartered in Boulder, Colorado and it's main operations office located in Queensland, Australia.

It is the intention of the company to maintain its listing and share trading on the alternative OTC markets for a period of approximately 12 months. Subject to achieving certain milestones (financial statements), the company will apply to have its shares either co-listed or quoted on other relevant stock exchanges.

The Information Memorandum contains a synopsis of current ventures and illustrates the plans and potential for our growth.

The company is in the business of developing forests, principally of its proprietary Super Kiri Tree. It generates revenue streams from the sale of the carbon credits and the timber derived from these plantations. These forests are developed in Australia and Overseas and are developed as a Save The World Technologies owned project or are conducted under license.

Save The World Technologies has developed a number of strategies ranging in complexity for different environments. Its grand strategy is to develop its Global Forestry Plan on an international basis. Save The World Technologies is putting together a portfolio of impressive projects and with the arrangements for its project in Vanuatu now complete, it is preparing to put in place reforestation projects in Australia in areas that have been subject to deforestation due to mining or on low yielding or inactive agricultural land. It intends to exploit these opportunities as soon as is practical to be of benefit to shareholders. Other potential opportunities are emerging in the US, Brazil, Peru, Africa and more projects in Vanuatu.



GLOBAL FORESTRY PLAN

The Global Forestry Plan is the detailed and specific plan for the managed approach to creating a network of forests in locations around the world. It is the product of over 20 years of research and development of the Super Kiri Tree, high density planting matrix and subsequent harvesting methodologies.

The Global Forestry Plan delivers large scale reforestation projects with a positive environmental and economic impact.

Using the Save The World Technologies business model of acquire land, capitalize the forests, plant the trees, sell the carbon and sell the timber the Company targets mined lands rehabilitation, reforestation, indigenous land and agricultural areas that have become inactive.

The result of these forests is large scale sequestration (absorption) of carbon dioxide green house gas (CO₂) emissions, which create carbon credits, and the supply of renewable resource timber. The plan is adopted and implemented by Company owned projects and through our licensees to create a true global forest network for the betterment of our investors and the environment.

COMPANY PRODUCTS

The Global Forestry Plan produces three revenue producing products for the Company - Super Kiri Tree and Global Forestry Plan IP licensing, carbon credits and timber.

SUPER KIRI TREE

Original tree tissue was taken from the Japanese and Chinese variety of Kiri Tree and Paulownia and engineered with tissue culture from other tree species technologically cloned and perfected to produce the tree now known as Super Kiri Tree. The cloned tissue is disease-free and produces a tree capable of growing up to 30-35 feet in just 24months.

The Global Forestry Plan is designed to meet the supply for reforestation around the globe.

Based on 500 acre modules, each module is designed to initially be planted with 450,000 trees and following mid cycle thinning, produce 225,000 high quality logs. Working with our land partners, we create forests of the Super Kiri Tree in many locations around the world. The result of these forests is large scale sequestration (absorption) of CO₂ emissions and the supply of renewable resource timber.

After 2-3 years we harvest every second tree for logs, suitable for build sustainable housing



solutions, to promote superior growing conditions for the remaining trees. At seven full years of growth we harvest the remaining full grown forest for timber. The Super Kiri Tree then re-grows from the stump, avoiding the need to replant the forest. This renewable forest again absorbs millions of tons more of CO₂ and provides another forest of renewable timber, negating the need to log old growth forests in the future.

The Super Kiri Tree can also be harvested after an initial period (3-5 years) for woodchips, landscaping supplies or pulp. The regrowth from the stump is even faster because of the established root system that provides multiple harvest marketable yields for years to come.

Each carbon credit created through sequestration, through an agreement with a US based Green Venture Fund, is pre-sold for \$10USD plus a 5% annual increase per tree when the tree is planted. Mature trees in their first cycle produce 1.8 carbon credits per tree or 900 carbon credits per acre.

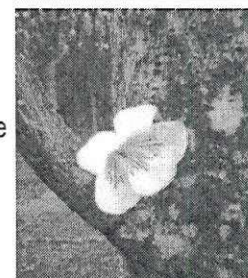
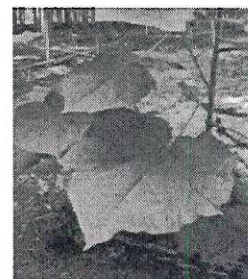
The timber when harvested after 7-8 years is sold for approximately \$674 USD per tree. Once the tree is cut down, the tree regrows, we receive another carbon credit and the process begins again. As a simple example, the Global Forestry Plan generates revenue as follows:

- (Carbon Credit \$18 + Timber \$674 = \$692.00 USD per tree) x (500 trees per Acre)
- Revenue = Total per acre of \$346,000 USD
- The Global Forestry Plan is based upon replicating modules of 500 acres.
- Typically a Project will involve thousands of acres.

SUPER KIRI TREE QUICK FACTS:

Below are some quick facts about the Super Kiri Tree:

- Deciduous Hardwood Tree
- Rapid growth in short time, up to 35ft (12m) in 18 months
- 7 year Primary Harvest
- Regrows numerous times from harvest stump & root structure
- Very large dark green leaves spanning over one meter
- Bell shaped flowers occur on tree during winter season
- Fire Resistant, low in resin and free of volatile oils, meaning the timber is easily worked and molded
- Resistant to rot and insects



- Light weight and high strength timber allows for construction of boats
- Used for high quality veneer, venetian blinds, shutters
- Ideal timber for exposed joinery such as external doors & windows
- Light in color, accepting a wide variety of stains and coloring
- Beautiful grained timber
- No splitting or warping
- Rapid Air Drying timber
- High Strength to Weight ratio

If for some reason the Super Kiri Tree is not suitable for a particular area, Save The World Technologies has developed other options that will yield favorable results and returns.

CARBON CREDITS

The concept of carbon credits originated in the Kyoto Protocol of 1997. The principal aim being to place a monetary value on the cost of polluting the air. Carbon credits are measured in tons of CO₂. Placing a value on carbon aims to prevent it from being emitted in the first instance or to make its removal from the atmosphere financially viable. Save The World Technologies is able to assist in the removal of CO₂ from the atmosphere by using the unique properties of its proprietary Super Kiri Tree. This generates carbon credits, which Save The World Technologies on-sells.

More detail on the carbon credits is contained in the Market segment of this document.


SUPER KIRI TREE TIMBER

The Super Kiri Tree is proprietary to, and has been developed by, Save The World Technologies over almost 20 years using specific tree cultures and lineal selection propagation from several Japanese and Chinese varieties of the Paulownia. The word Kiri is the Japanese word for Paulownia.

The Super Kiri Tree was developed using our lab based tissue culture cloning process, combined with specific nutrients in various states of growth. Further development also ensured it was suitable for our advanced super density planting matrix, which allows us to create our fast growing re-forestation projects.

Put simply, the Super Kiri Tree is developed and owned by Save The World Technologies and used in our Global Forestry Plan solution.





Paulownia timber was exported from China to Japan, where it was used to produce handicrafts such as kotos (harps) and tansa (wedding chests). It is a custom in parts of Japan to plant a Kiri Tree when a girl is born so that the wood may be used to fashion her wedding chest.

It was introduced into the United States in the 1800s when Paulownia seeds, which had been used as packing material for Chinese dinnerware, were released into the wild, where they flourished. These feral Paulownia growths were discovered by the Japanese in the 1970s and have since become the focus of a multi-billion dollar export project.

The Super Kiri Tree is a pioneer species which rapidly removes damaging minerals from the soil and has a high tolerance for adverse conditions. This rare combination of characteristics makes it ideally suited for projects such as mine reclamation and waste water management projects.

USES OF SUPER KIRI TREE TIMBER

A small Super Kiri Tree plantation can help establish sustainability for small rural communities. The trees can serve as a sustainable source of lumber, firewood, pulp and paper. The wood also serves as a good material for composting; it is both rich and rapidly renewable.

Super Kiri Tree timber is light yet strong, has a beautiful grain and is highly resistant to rot, as well as being a good thermal insulator. This remarkable combination of qualities has resulted in the use of Super Kiri Tree timber for a wide range of purposes, such as:

- **Building Supplies.** Light weight and resistant to decay, Super Kiri timber is ideal for use in forming pieces, such as roof beams, doors, windows, partition boards, ceilings and inner roofs. In China, Paulownia roof beams exist in a 100 year old temple in Szechuan Province and are still in good condition. The wood is also used for packing boxes; the lightweight boxes can carry a larger volume of cargo, are damage resistant and cheaper to transport.
- **Poles** harvested after 2-3 years can be used to create low cost housing.
- **Handicrafts & Furniture.** Super Kiri Tree timber is easy to work, does not deform and accepts stains easily. It is extensively used in the construction of chairs, tables, chests, tea boxes, fruit boxes, grain storage and even surfboards.
- **Cabinetry.** The strength and light weight characteristics of the timber make Super Kiri wood ideal for cabinetry in housing and commercial environments including kitchens, bathroom/laundry, cupboards and shelving.
- As a consequence of its low thermal conductivity, Super Kiri Tree wood wool is



ideal as an insulation material in cooling systems.

- Plywood. Made from 7 year old Super Kiri Tree is comparable with plywood from 40-50 year old poplar.
- Musical instruments. Super Kiri Tree wood has very good resonance qualities and can be used to make a variety of musical instruments.
- Charcoal and Pulpwood.

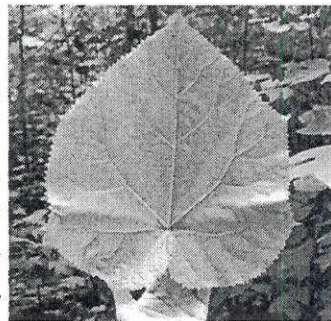
THE MARKET

CARBON MARKET

The concept of carbon credits was initiated at the Kyoto Protocol of 1997. This placed a monetary value on the cost of polluting the air and therefore a price on preventing pollution or removing the pollution from the air. These credits are an intrinsic component of preserving the environment by reducing greenhouse emissions and fighting climate change or Global Warming.

Carbon credits are measured in tons of CO₂. One credit = one ton of CO₂. The smallest unit of carbon credits is one ton. These credits need to be authentic, scientifically based and comply with a regulatory body for these to be traded with confidence. Verification is essential. These tradable carbon credits are then given a monetary value and can be bought and sold between groups on state, national and international markets. The owner then has the right to emit 1 ton of CO₂ per credit or they can be traded if they are not needed. An individual or business can purchase carbon credits to offset carbon emissions.

A recent New York Times article described carbon trading as one of the “fastest-growing specialties in financial services”...and companies are scrambling to get “a slice of a market now worth about \$30 billion and that could grow to \$1 trillion within a decade.” The article, entitled, “In London's Financial World, Carbon Trading Is the New Big Thing,” continues: “Carbon will be the world's biggest commodity market, and it could become the world's biggest market over all.”¹



The overall carbon market continued to grow in 2008, reaching a total value transacted of about \$126 billion USD (€86 billion) at the end of the year, double its 2007 value. Approximately \$92 billion USD (€63 billion) of this overall value is accounted for by transactions of allowances and derivatives under the EU Emissions Trading Scheme (EU ETS) for compliance, risk management, arbitrage, raising cash and profit-taking purposes. The second largest segment of the carbon market was the secondary market for Certified

¹ <http://query.nytimes.com/gst/fullpage.html?res=9D04EFD7123EF935A35754C0A9619C8B63&sec=&spon=&pagewanted=all>



Emission Reductions (sCERs), which is a financial market with spot, futures and options transactions in excess of \$26 billion USD (€18 billion) representing a five-fold increase in both value and volume over 2007. These trades do not directly give rise to emission reductions unlike transactions in the primary market.²

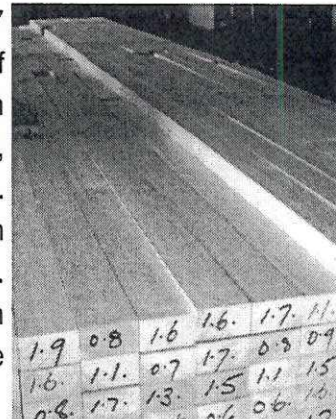
Carbon Markets are in use today and will continue to grow. Demand will continue to increase as more countries move to legislate their Emission Trading Schemes and the world moves towards global agreement on managing the environment. Like any other commodity, the price of carbon will climb as the demand rises.

TIMBER MARKET

The price of Paulownia varies depending on the grade of the log; values vary from \$212 AUD to \$3,382 AUD per m³ of logs in the case of China. In the Australian market, price values vary from \$975 AUD to \$1,857 AUD per m³ of logs. In the U.S. depending on the grade, price value range from \$2 USD to \$10 USD per board foot of lumber (1 cubic meter = 423.7 board feet. Board feet is the standard US timber measurement).

The special properties of the Super Kiri/Paulownia timber give it many potential markets. There is a well established market for Kiri/Paulownia timber in China, Taiwan, Korea and Japan. Super Kiri timber can immediately enter this market.

China's sawnwood exports (excluding sleepers) increased 47 percent to 430,000m³ (up 25% to \$168 million) in the first half of 2006. China's main sawnwood export markets were Japan (211,500m³, 49%), U.S. (63,400m³, 15%), Korea (42,000m³, 10%), Taiwan (22,600m³, 5%) and Australia (22,100m³, 5%). Kiri/Paulownia sawnwood exports were 132,900m³, which represents 58 percent of the hardwood sawnwood exports. China, Minda Inc. the largest producer of Paulownia in China has focused on Kiri/Paulownia for many years. The main markets are Japan, U.S. and Europe.



Kiri/Paulownia wood has been used in Japan for centuries primarily as a furniture wood which takes up 75 percent of all the logs imported. The total Kiri/Paulownia timber imports in Japan are around 1,559,300m³ for 2008. Demand is so vast that Japan imports large quantities of logs and lumber from China, Taiwan, the United States, Australia, Brazil, Argentina, Paraguay and Thailand.

Japan is currently the major importer of Paulownia, consuming, in 1990, some 200,000m³ of roundwood equivalent valued at ¥6,750M in logs and sawnwood which is used for interior paneling, furniture, musical instrument sound-boards and other specialty uses. Currently

² World Bank Report, STATE AND TRENDS OF THE CARBON MARKET 2009, World Bank Washington 2009

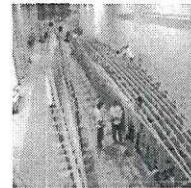
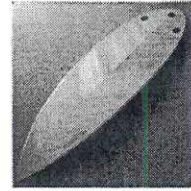
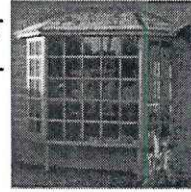
³http://forestequityonline.com/index.php?option=com_content&view=category&layout=blog&id=37&Itemid=54



Japan consumes approximately 1.6million m³ of Paulownia (Kiri) timber per year, almost all of which it imports. Prices paid range from US\$497.00 – US\$2,300.00 per m³.³

Super Kiri/Kiri timber is versatile with many uses including:

- Veneer; constitutes one of the highest value markets
- Furniture and cabinet making; also brings high value
- Plywood, particleboard, and flake board
- Paneling and folding partitions
- Renewable housing
- Musical Instruments
- Boat frames
- Pulp
- Poles
- Pallets, boxes, and crates
- Core material (laminated small stock)
- Molding and picture frames
- Packing material (natural insulation, biodegradable packing -- no odor or taste)
- Beehive construction
- Wicking material for evaporative coolers
- Activated charcoal for filtration systems
- Lightweight partitions in airplanes and ships
- Fishing net floats
- Dairy farm bedding



Several sources present huge price values for Super Kiri/Paulownia logs and timber in the Japanese and Australian markets; values presented in this report come only from verifiable sources, thus some huge price values without verifiable sources were omitted.

As a general guide to the quality of Super Kiri/Paulownia wood logs, less than 1% of Super Kiri/Paulownia timber will be grade A. Grade A logs are straight with a cantered pith and round with no defects. And the annual rings are tight and even. 40% of a Plantation will be grade B. Grade B logs are allowed to have a couple, slight surface imperfections and one defect. 40% of a Plantation will be grade C. Grade C logs must have at least four annual rings per inch. Two defects are allowed. The rest will grade D and E. These Grades are



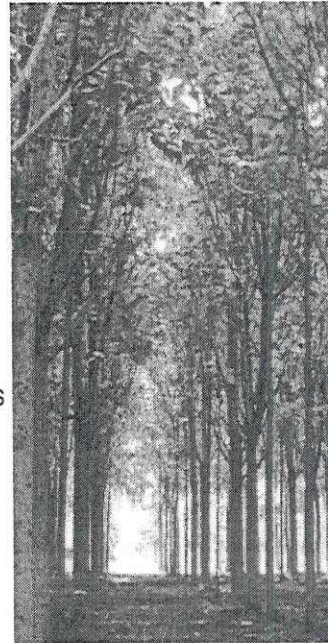
based on the Chinese grading system for Super Kiri/Paulownia.

China's prices values per m³ of Super Kiri/Paulownia logs are dependent on their grade and in 2008 were:

- Grade A1 around AUD\$3,384 per m³
- Grade A2 around AUD\$2,961 per m³
- Grade A3 around AUD\$2,538 per m³
- Grade A4 around AUD\$849 per m³
- Grade B1 around AUD\$2,115 per m³
- Grade B2 around AUD\$1,692 per m³
- Grade B3 around AUD\$1,269 per m³

Australia's 2008 wholesale price of Paulownia timber was as follows:

- Grade A around AUD\$1,857 per m³
- Grade B around AUD\$1,475 per m³
- Grade C around AUD\$1100 per m³



The properties of the Super Kiri Tree established over a long period of time have led to sound markets and good prices for the timber. This demand is expected to increase as timber from natural forests becomes increasingly scarce.

REFORESTATION MARKET

Carbon and Timber markets aside, a number of opportunities also exist to meet a market need for reforestation. Governments or entities that have an obligation to reforest an area now have a fast tracked and profitable solution to meet this obligation. In Australia, the need for reclamation and reforestation is particularly significant in the mining sector.

Save The World Technologies provides a cost effective and sustainable solution to meet this need. Moreover, many of these locations are remote and the additional advantage a Save The World Technologies reforestation solution can offer is one that can provide ongoing sustainable employment to remote and indigenous populations (A concept being applied in the Vanuatu Project). Save The World Technologies is actively pursuing opportunities for engagement with mining entities in Australia.



COMPANY STRATEGY

Save The World Technologies has developed its strategy to maximize the opportunities afforded by its competitive advantage and unique selling points and business model.

COMPETITIVE ADVANTAGE

Save The World Technologies' Competitive Advantage is generated by its IP (Intellectual Property) vested in the Super Kiri Tree and its Global Forestry Plan. Essentially, this represents the know-how to successfully produce a hardy and sustainable plantation of fast maturing trees. This enables it to generate several life cycles within one of its competitors cycles and generate several returns from both carbon credits and timber.

Many competitors in this forestry market segment are small operators or narrowly focused on a specific forest or region. Save The World Technologies with its global focus gains an advantage by being positioned to take advantage of opportunities as they arise regardless of the location. This focus on geographically disparate large plantations affords Save The World Technologies the access to large reserves of timber and the ability to harvest and meet demand all year round. And of course, as a public listed company in the US it has marketing and investor reach.

Save The World Technologies generates additional competitive advantage from its early mover status in the Global Carbon Trading Market. This enables it to make its name early as a provider and secure market share ahead of later entrants.

UNIQUE SELLING POINTS

Save The World Technologies generates its unique selling points in three key areas:

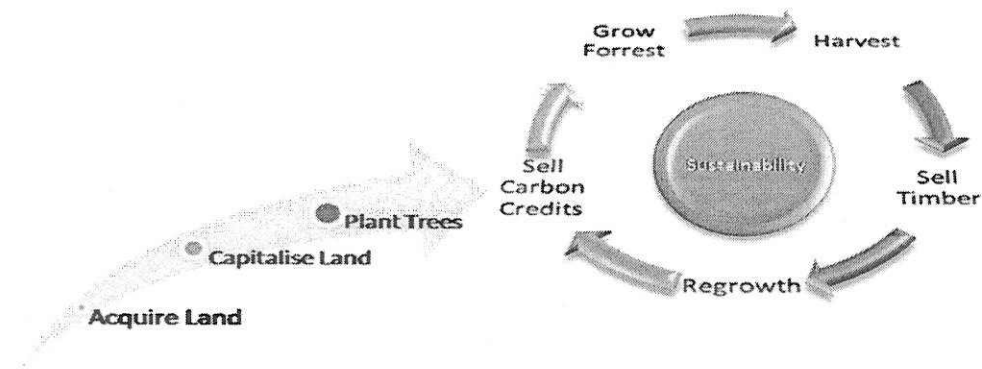
- **Investment.** Save The World Technologies offers a secure investment that also has significant benefit for the environment. It provides investors with an opportunity to contribute to their own financial wellness while at the same time contribute to the wellness of the planet. It is anticipated that this, almost causal approach to investment, will prove attractive to the retail investment market. Institutional investment will be motivated by the surety and sustainability of the investment in the carbon and timber markets.
- **Carbon.** As illustrated in the Save The World Technologies Business Model (below), the unique properties of its trees allow for new carbon credits to be generated every 7 years as the tree will regrow from the harvested stump, with minimal additional cost. Thus assuring a sustainable generation of carbon credits.



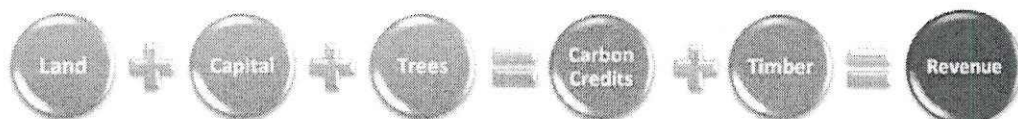
- **Timber.** The unique properties of the Super Kiri Tree offer a timber with unique and marketable properties that has application in many different product types. The ability of the tree to regrow from the harvested stump assures a low cost sustainable regeneration of new timber.

BUSINESS MODEL

Save The World Technologies' business model is simple. It applies a process of acquiring land, capitalizing the land and forests and planting the right trees in accordance with the Save The World Technologies' Global Forestry Plan. Once the Forest has been established it enters a cycle whereby the carbon credits are sold, usually shortly after planting; then a process of managed growth to maturity; and, finally harvesting of the timber. Because of the ability of the Super Kiri Tree to regrow from the harvested stump, the process then starts all over again. This model is illustrated below.



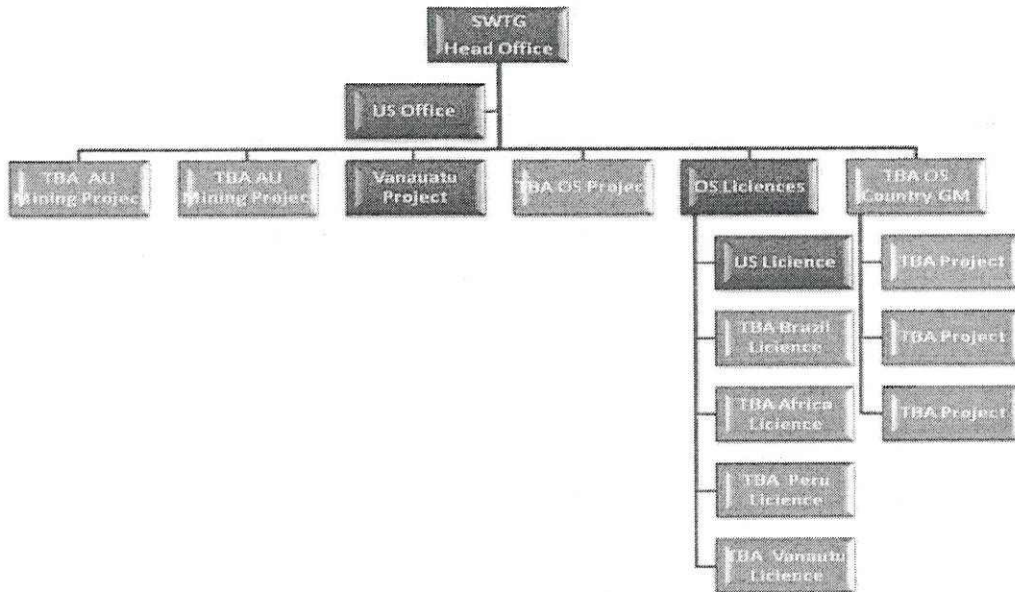
The business model gives rise to a simple revenue generation formula as shown below:



BUSINESS STRATEGY

Save The World Technologies business strategy is to generate leverage from the advantages afforded by the properties of the Super Kiri Tree, its Global Forestry Plan and its sustainable business model to develop forests in Australia and Overseas and generate shareholder return from the sale of timber and carbon credits.

It will apply this strategy using a Program of Projects designed to develop forests where they are needed and the land is available. Save The World Technologies will also apply its IP under License. It has finalized negotiations with a US entity for the granting of the first License. Other License and Project negotiations are under way with prospects in Peru, Brazil, USA, Nigeria and Vanuatu. Of course there is significant scope for projects in Australia. This will generate a structure and management methodology that will be developed along the lines as shown generically below.



By its very nature such a model will require the flexibility to enter into different business arrangements in various countries. In many cases there are restrictions and special requirements relating to land holding as an example. By treating each forest as a Project, Save The World Technologies will maintain a posture flexible enough to develop the solution to meet these requirements.



BUSINESS SUBSTANCE

Save The World Technologies has completed arrangements for its project in Vanuatu. Contracts have been completed and the processes to commence the establishment of the forest in early 2010 have commenced.

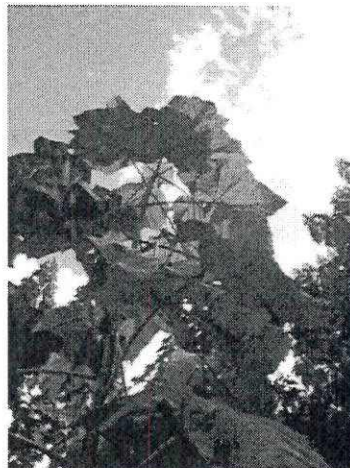
The carbon credits for this project have already been pre-sold and the purchaser has also asked for first call on all other Project's carbon credits, the first cycle carbon contract represents over \$30 million USD.

The US License (11,000 acres) has been agreed and the final process for the granting of the License is underway. It is anticipated that this will be complete by mid June 2009.

Negotiations are under way for the following Projects or Licenses:

- Brazil - 27,000 acres.
- Peru - 250,000 acres.
- Nigeria - TBA.
- Vanuatu (2) - 17,000 and 5,000 acres.

Save The World Technologies is now preparing to undertake operations in Australia and is now targeting Mining Companies for rehabilitation afforestation projects in areas that have been affected by large scale mining. These mining projects represent large amounts of land and present significant opportunities for Save The World Technologies and will remain the Company's immediate focus commensurate with the opportunities described above.



MANAGEMENT / KEY EXECUTIVES

JOHN BOHRINGER – NON EXECUTIVE CHAIRMAN

John has 25 years international merchant banking experience including acquisitions, mergers, new floats, capital raising and corporate development. He has acted as President, Chief Executive Officer and Major Shareholder to public companies.

One such company is Grace Bros Electrical Services, which John acquired from the largest retailing group in Australia - Coles Myers/Grace Bros. Grace Bros Electrical Services is a leading television and video rental service company incorporating an in-house hospital telephone and television broadcasting telecommunications division. John was Chief Executive Officer of Grace Bros. Electrical Services before floating the group as a public company in conjunction with KPMG, on the Sydney Stock Exchange.

As Chairman, Chief Executive Officer and substantial shareholder of the new public company, John negotiated takeovers including The Electronic Sales and Rental Group in Australia and The Allen Communications Company in America, who operated telephone, television, nurse paging and in-house broadcasting telecommunications systems in hospitals, such as St. Vincent Hospital in San Francisco. Also, he negotiated a 20% strategic shareholding position in Hanimex Limited, who operated in 42 countries and had revenue in excess of \$400 Million. The investment position was sold at an excellent profit.

In the U.S.A., John was involved in the telecommunications industry through a company called Interpretel Inc. based in Tucson, Arizona, who sold low cost telephone call rates, voice mail, call forwarding and interpreting telephone services. John negotiated for the business to be backed into a fully reporting small cap NASDAQ public trading company shell called Wavetech Inc.

Prior to merchant banking, John was involved in the insurance industry – owning three insurance brokering groups and was Chief Executive Officer with a 20% shareholding of a public insurance company called Rossfield Insurance Limited and a Lloyds of London underwriting agency. The Rossfield Group was one Australia's most successful investment and insurance groups who owned and controlled over 20% of General Motors Car Dealerships in Australia. They also owned hotels, real estate companies and printing companies as well as Mercedes & Chrysler dealerships.

In Australia John was the founder, owner and CEO of Franchise Concepts one of Australia's leading Franchise consulting groups with offices in Sydney, Melbourne, Brisbane and Gold Coast. Franchise Concepts services included – franchise agreements, disclosure documents, royalty recommendations, franchisor profit projections, franchise capital



requirements, cash flow and profit projections as well as a full franchise recruiting service including interviews and franchisee selection. Clients included Baskins-31-Robbins ice cream and Donut King.

MARTIN TINDALL – IMAGINEER

As Imagineer of Save The World Technologies Inc, Martin has been responsible for creating the vision of the Global Forestry Plan and the future of the business. In terms of business Imagineering, Martin's role extends to finding the solutions to maximize revenue and operational gains through the process of: Identify, Analyze, Capitalize and Collect.

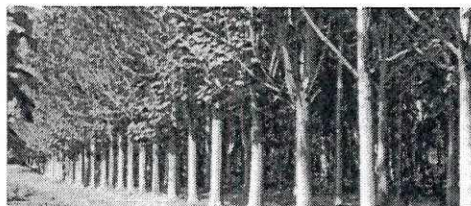
Martin has been involved in leadership roles encompassing technology, general management operations and finance over the past eleven years. An open and hands-on approach has created very effective teams and company successes. Martin's experience encompasses private and publicly listed companies in Australia and the United States.

During the past eleven years, Martin has held various positions including, Managing Director, Director, Chief Information Officer, Vice President, Head of eBusiness and Director of Special Operations. In each of these roles, specific focus was in creating turn around solutions to complex problems from technology to finance and structuring.

With core skills and studies encompassing Operations, People Productivity, System Process Development & Implementation, New Business Development, Business Scoping, Cash Flow Management, Contract Negotiation, Software Design, Advanced Computer Operations and Innovative Design of New Concepts, Martin's skills allow for a fresh approach to virtually any challenge or organization.

Today, Martin provides the key catalyst between business development and creating the structures and infrastructures to ensure that Save The World Technologies is continually positioned for success.

Martin's favorite quote "We do not inherit the Earth from our Ancestors, we borrow it from our Children" is an ancient Native Indian proverb and is true to the beliefs and philosophy of Save The World Technologies.



RAY SMITH, MBA, MPD, PSC, GDIP(MNGT), BA(INTLREL) – MANAGING DIRECTOR

Ray is an experienced executive manager with 30 years management experience in Australia and overseas. Ray has comprehensive experience in all areas of senior executive leadership and management encompassing executive and general management, sales and marketing management, operations and change management, contract and logistics management, strategic planning, management and implementation, organizational development, risk management, program management and policy design.

Ray had a long and successful career as a senior military officer in the Australian Army. He was continuously employed in demanding positions of responsibility primarily commanding large combat organizations. Some highlights include: Head Office Department Head of the Development Branch in an organization of 50,000 personnel; raising, training and first Commanding Officer of 4RAR (Commando), an 800 man special forces combat unit; and, Head of the Australia Malaysia Joint Development Program, a multifaceted Program of capability development projects.

In the private sector Ray has been employed in the defense, government, transport, consulting, education, service, marketing, engineering, telecommunications, leisure, warehousing and distribution sectors. In this sector he has proven to be an accomplished leader, well practiced in developing diverse organizations into cohesive entities and has successfully led the start-up, mobilization and expansion of several large organizations. He has a reputation for delivering results.

Ray's reputation for competence and integrity and his experience is supported by degrees in business, management, international relations and project management.

DAVID SHOREY – CFO AND NON EXECUTIVE DIRECTOR

David Shorey, CPA has worked for the past 35 years in the financial and business management arena with various public companies in the USA and has consulted on international development in Australia, Philippines, China and Hawaii. David is a graduate of the University of Oregon with a Bachelors Degree in Accounting.

He has extensive international Forestry experience and was CEO/CFO/President of Forestry International, Inc., Working extensively with the Paulownia tree. Forestry International established tree plantations in the USA, Australia and the Philippines with operating companies in all three countries and sold products to the international market. The company was a public listed company on NASD in America.

Also David was a consultant to International Forest Products, Inc. who engaged in the development of Clonal Paulownia Plantations in Australia, Hawaii and the Philippines. As



President and CEO of subsidiaries in both locations, he assisted in developing the financial resources for long-term plantation establishment and the wood products industry.

David was CEO/CFO/ President of Rehabnet, Inc., a Tucson based supplier of rehabilitation care for the industrially and accidentally injured. He negotiated all mergers and acquisitions for the rapid development program. He purchased 29 USA based clinics and merged their operations into a public company in the first year of operations. This company was a public company listed on NASD in America.

David was CFO of Cell Wireless Corporation, a public Telecommunications company that is traded on the USA NASD stock exchange. The Corporation was an international VoIP Telco carrier that has developed and owns state of the art VoIP software technology, Telco switches and equipment. Cell Wireless operated in over 260 destinations with 165,000 members throughout the world.

Currently David is the CEO/CFO/President/Owner of Arizona Capacitors, LLC a forty five year old Tucson, Arizona company that manufactures capacitors and supplies electronic assembly services for military and private industrial components. This company is ISO 9001 -2000 registered and MIL PRF 790 quality approved. Major Customers include General Electric, General Motors, Raytheon, Honeywell, and Boeing Aircraft, Siemens, ABB Power Global, Australian military and the military of the US Government.

JOHN RAMSDEN, LLB – NON EXECUTIVE DIRECTOR

John Ramsden is the founder and Managing Partner of Ramsden Bow Lawyers, a member of the Ramsden Corporate Group. A law graduate of Bond University in 2001, John is admitted as a solicitor in New South Wales and Queensland and also holds admission to appear before the High Court of Australia. John is recognized as one of the leading commercial lawyers located within Southeast Queensland.

In 2003, John established what is now Ramsden Bow Lawyers, a commercial & business legal practice operating out of SE Queensland. John's preferred and specialized area of practice includes commercial law, international law, large property projects, corporate advisory and immigration law. John acts for a number of publicly listed corporations locally and internationally, as well as local government. John has a wealth of knowledge from having worked in Asia throughout his career, with significant credits to his name from ventures from within Singapore, Korea and the Peoples Republic of China. The Ramsden Corporate Group is aligned with a number of international law firms and corporations from Asia, Europe, the US and the Middle East.

John is actively involved in the community having several memberships to community organizations. In addition to law, John is also director and legal counsel of several



companies in the private sector, offering such companies a depth of experience unique to John having practiced in such a diverse corporate arena.

DOUG SHOREY – ADVISORY BOARD MEMBER

Doug Shorey holds a Master of Science degree in Zoology from the Idaho State University and a Bachelor of Science degree in general biology from the Southern Oregon University and is regarded as world authority on Paulownia trees and Paulownia tree forest plantations. He has consulted with Chinese Academy of Forestry, Beijing, China and prepared numerous research reports to the American Paulownia Association on the role of Paulownia in agro-forestry systems. Doug was the State Director of the American Paulownia Association.

As Director of research and development for Forestry International, Inc. Tucson, Arizona Doug worked extensively with the Paulownia tree setting up systems for genetic selection, propagation, forest establishment and maintenance of plantations. His experience included supervisory work of greenhouse and nursery workers as well as tree planters. On a major tree plantation farm in Georgia, he built a greenhouse and nursery for propagation and genetic selection of trees and planted over 1,000 acres of Paulownia trees.

Forestry International, Inc was an American public company listed on NASDAQ Stock Exchange and Doug met and negotiated with investors frequently to explain the biology of the Paulownia tree and explained the Paulownia forest tree business. He met with agencies such as the World Bank and the Pan American Development Foundation on projects where the Paulownia tree may be used and he prepared and presented to over 20 agencies of the US Department of Agriculture for a Paulownia plantation and nursery operation to aid in the recovery of the country of Haiti.

In this consultancy capacity position he traveled to Australia, New Zealand, Papua New Guinea, Mexico, Central America and China advising on various forestry projects for educational purposes and commercial development. He worked on Paulownia plantations in Hawaii on a proposal to plant 5,000 acres of abandoned sugar cane land and completed the soil survey, climatic research and edaphic factors, and such factors as slope, aspect, and solar radiation. Doug computed the micro-propagation laboratory space and greenhouse and nursery space needed and the production output of the facility.

RAMSDEN BOW LAWYERS - LEGAL ADVISORS

Ramsden Bow Lawyers is a leading property and business law firm based on the Gold Coast, Queensland, Australia. The firm specializes in property law and all aspects of commercial and business law.



EFFECT OF THE ISSUE ON THE COMPANY

OBJECTIVES

The Board believes that the funds raised under this Information Memorandum will provide the Company with sufficient working capital to enable the Company to develop the Product, secure sizable contracts and establish the Company as a credible participant in the forestry field in the Australian mining sector and to undertake the initial operational activity to establish the Vanuatu Project.

FINANCIAL FORECAST

See Appendix 1 for a full summary of the current balance sheet.

See Appendix 2 for the forecast based on the current projects that are on the board. This forecast has been developed based on the projections for the Vanuatu Project, two Australian mining projects and returns from the licensing agreements that have been agreed and are currently in negotiation. Investors should be aware that actual performance will vary from the projections derived from the models mentioned above. The assumptions upon which these may change and hence the forecast will change accordingly.

The Company will make the detail in the forecast to any investor or shareholder who makes such a request.



APPLICATION

HOW TO APPLY FOR NEW SHARES SPECIAL CONDITIONS

Complete the application form (Appendix 3) in accordance with the instructions set out in the form. Completed application forms together with a Bank check, personal check or direct debit transfer in US currency or foreign equivalent for the amount shown on the form credit and codes, except as required by the Corporations Act. Application forms may not be withdrawn by an applicant after delivery in accordance with this Information Memorandum.

By lodging an application form in respect of the offer contained in this Information Memorandum, each applicant declares and warrants to the Company that it is a person, or that the applicants are qualified under the Eligible Investors section in this Information Memorandum.

PAYMENT

The completed application form must be accompanied by payment in full at the rate per New Share for which you apply for. Checks or bank drafts must be made payable to Save The World Technologies "not negotiable." Receipts for payments will not be issued as the issue of share certificates will serve as proof of payment and receipt. Payment will only be accepted in US currency or foreign currency equivalent and as follows:

- Direct Deposit/Transfer: Save The World Technologies Inc
BSB: 084 716
Acc No: 83417 0743
Bank: National Australia Bank
- Bank check sent with application by fax/email via details listed below or post to:

Save The World Technologies
4450 Araphoe Ave, Suite 100
Boulder, CO 80303
United States

Save The World Technologies
Level 5, 16 Queensland Ave
Broadbeach, QLD 4218
Australia

Bank details for TT or Direct Deposit will be made available to vetted applicants to this offer. All funds received under this offer will be held in trust for a period of five days to provide an investor cooling off period.

ENQUIRIES

Save the World Technologies Inc

United States
Telephone: (+1) 303 586 1648
Facsimile: (+1) 303 648 6307
Info: invest@savetheworldtech.com

Australia
Telephone: (+61) 402 894 567
Facsimile: 1800 783 570
Info: invest@savetheworldtech.com.au



ALLOTMENT

The New Shares are expected to be allotted and certificates dispatched accordingly.

The Company undertakes that it will, within 2 weeks of the receipt of monies, issue to each subscriber a receipt of the subscription money received from that subscriber and incorporating by reference the conditions of issue of the New Shares. The document will not be evidence of title to the New Shares referred to in it and is not required to be produced to effect transfers of the New Shares.

EXIT STRATEGIES

The directors of Save The World Technologies Inc, envisage several possible mechanisms that will enable investors to exit simply. The current mechanism available to investors for the trading of securities within the Company is available via the NASDAQ OTCBB Market. Brokerage services for the trading of Company securities are available through most US Stock Brokers.

Save The World Technologies Inc is currently putting in place strategies to increase the liquidity of it's stock.

Medium to longer term exit strategies may also consist of the following:

- A Listing on a Primary Stock Exchange such as the NASDAQ.
- The Company may also embark on an optional share buy-back program subject to shareholder approval at some point in the future. More information is available on share buy-back procedures upon request.

A realistic time frame to list the Company on a primary stock exchange would be within 24-36 months.

RISK FACTORS AND CHALLENGES

The operating results and profitability of the Company are sensitive to a number of factors including the imposition of additional taxes or duties, the ability to attract, retain and rely on suitably qualified personnel and key personnel, industrial action undertaken by employees or contractors, dependence on key suppliers, vendors and partners, any downturn in demand for products and services of the Company, increased competition, implementation and management of growth, changes in interest rates, pace of technological change and any inability of the Company to obtain future funding (if required).



If you are in doubt as to the course you should follow, you should seek advice on the matters contained in this Information Memorandum from a stockbroker, solicitor, accountant or other professional adviser immediately. Follow carefully the instructions on the accompanying application form regarding your application.

The potential tax effects relating to the Issue will vary between investors. Investors are urged to consider the possible tax consequences of participating in the Issue by consulting a professional tax adviser.

The company has not applied for and special tax consideration for investing.

ADDITIONAL COMPANY AND SHARE INFORMATION

NO RECOMMENDATION

The provision of this Information Memorandum is not and should not be considered as a recommendation in relation to an investment in the Company or that an investment in the Company is a suitable investment for the recipient.

INVESTOR ENQUIRIES

This Information Memorandum does not purport to provide all of the information the recipient may require in order to evaluate an investment in the Company. Recipients should make their own enquiries and evaluations they consider appropriate to verify the information contained in the Information Memorandum and to determine the suitability of an investment in the Company (including regarding their investment objectives, financial situation, and particular needs) and should seek all necessary financial, legal, tax and investment advice.

Recipients of this Information Memorandum are cautioned that the Company is an early stage company and that any investment in the Company carries risk.

LISTING LOCATION AND STOCK QUOTATION

Save The World Technologies Inc is a US public company quoted on the National Quotation Bureau (Pinksheets) OTC market in the USA under the Stock Symbol SWTG. New shares issued under this information memorandum are able to be traded on the market following the completion of any restriction period.

RESTRICTIONS ON TRANSFERABILITY OF SECURITIES

All new shares issued as a result in the acceptance of the offer under this Information Memorandum are restricted from sale under Section 144 of the US Securities Act of 1933 as amended. The securities shall be restricted from sale for a period of up to 12 months.



The share certificates issued shall be stamped or otherwise imprinted with a conspicuous legend to indicate they are restricted from sale under Section 144 of the Securities Act of 1933 as amended.

The bearer of the securities may apply to the company to have this term reduced to 6 months. Following the restriction period, the bearer must write to the company to apply to have the restriction removed and for the issue of new share certificates of free trading shares.

ELIGIBLE INVESTORS SUMMARY

In order to invest in "Save The World Technologies Inc" via this current share offering, you must qualify under one of the following categories as:

- An Existing "Save The World Technologies Inc" Shareholder
- A Certified Accredited Investor.
- A Certified Sophisticated Investor.
- A Certified Professional Investor.
- A Certified High Net Worth Investor.

In applying for shares in this current share offering in "Save The World Technologies Inc", I/We confirm that I/We are certified as described above or are otherwise exempt under the laws of our country of origin.

USA Investors - Accredited Investors Only: The federal securities laws define the term "Accredited Investor" in Rule 501 of Regulation D (SEC) as:

- A bank, insurance company, registered investment company, business Development Company, or small business investment company
- An employee benefit plan, within the meaning of the Employee Retirement Income Security Act, if a bank, insurance company, or registered investment adviser makes the investment decisions, or if the plan has total assets in excess of \$5 million
- A charitable organization, corporation, or partnership with assets exceeding \$5 million
- A director, executive officer, or general partner of the company selling the securities



- A business in which all the equity owners are accredited investors
- A natural person who has individual net worth, or joint net worth with the person's spouse, that exceeds \$1 million at the time of the purchase
- A natural person with income exceeding \$200,000 in each of the two most recent years or joint income with a spouse exceeding \$300,000 for those years and a reasonable expectation of the same income level in the current year, or
- A trust with assets in excess of \$5 million, not formed to acquire the securities offered whose purchases a sophisticated person makes.

Australian Investors - Sophisticated or Professional Investors Only: Sophisticated Investors - Section 708 (8) of the Corporations Act 2001- Sophisticated Investors need to be certified by a qualified accountant as having \$2.5 Million dollars AUD in net assets, or an annual gross income of \$250,000 AUD for the past two years. Professional Investors - Section 708 (11) of the Corporations Act 2001 - Professional Investors need to be certified by a qualified accountant as being a professional body with at least \$10,000,000 AUD under Management.

New Zealand Investors - Individuals who are certified as being High Net Worth Individuals, or Sophisticated Investors as defined by the Financial Services & Markets Act 2000.

Singapore Investors - Investors must be certified as a "High Net Worth Individual", "Accredited Investor", or "Sophisticated Investor" under Singaporean Securities Law.

Austrian Investors - Investors must be certified as "Accredited Investors" under the relevant Austrian Securities Law.

Canadian Investors - Sophisticated investors investing in exempt distributions vary from province to province, rule 45-501 issued by the OSC (Ontario Securities Commission) can be referenced as an effective guideline to determine who meets the criteria.

United Kingdom - U.K. Investors: Private High Net Worth Investors or Sophisticated Investors. Private investors are assumed to possess a certificate of "High Net Worth" or "Sophistication" as set in articles 48 and 50 of the Financial Services and Market Act 2000 (Financial Promotions) Order 2001

Other Countries - In general, similar qualifications are required in many other countries, requiring potential investors to be certified as a "High Net Worth Individual", "Accredited Investor", or "Sophisticated Investor". And you should seek appropriate legal advice in relation to your ability to invest in USA based companies within your country of origin.



TERMS

No legal or financial advice implied - Always seek professional advice in concert with any information provided by "Save The World Technologies Inc".

DIVIDEND POLICY

The Board proposes to invest profit in the Company to fund product development and expansion of the Company's holdings. Accordingly, the Board do not expect to pay a dividend to its shareholders for at least the first year.

The timing and amount of future dividend payments, if any, will be recommended by the Board and will depend on Save The World Technologies future earnings, cash flows, working capital requirements as well as investments and such other factors as the Board considers relevant.

It is Save The World Technologies' strategy to grow organically with satisfactory profit margins. The proceeds from the Information Memorandum and future proceeds from the operating activities are expected to be utilized for this strategy. Therefore it is Save The World Technologies' intention to create "Shareholder Value" by growing the future earnings potential and by that way increase the share price.

VOTING

At a general meeting, every Shareholder present in person or by proxy, attorney or representative has one vote on a show of hands and on a poll, one vote for each fully paid Share held.

GENERAL MEETING

Each Shareholder is entitled to receive notice of and to attend and vote at general meetings of the Company and to receive all financial statements, notices and other documents required to be sent to members under the constitution and the Corporations Act.

DIVIDENDS

The Board of Management may determine from time to time to distribute profits of the Company by way of dividend. Subject to any special terms and conditions of issue of the Shares, such dividends are payable in proportion to the amounts paid or credited as paid during any portion of the period in respect of which the dividend is paid.



VARIATION OF RIGHTS

The rights, privileges and restrictions attaching to the Shares or to any other class of share can only be altered with the approval of a resolution passed at a separate general meeting of the holders of the class of share concerned by three-quarters majority of those holders, who, being entitled to do so, vote at that meeting or with the written consent of the holders of at least three-quarters of the shares of that class on issue.

EXPENSES OF THE ISSUE

Expenses of the Issue, including management fees, printing costs and legal costs are estimated to be approximately \$30,000.

CONSENT AND RESPONSIBILITY STATEMENTS

Each director has given, before issue of this Information Memorandum, and has not withdrawn his consent to be named as Management of the Company.



DEFINITIONS AND REFERENCES

DEFINITIONS

In this Information Memorandum:

"Associate" has the same meaning as in the Corporations Act;

"Business Day" means a day, other than a Saturday or Sunday, on which banks are open for general banking business in Sydney;

"Company" means Save The World Technologies;

"Management" or "Board" means the Management of the Company;

"Information Memorandum" means this Information Memorandum as modified or varied by any supplementary information memorandum issued by the Company from time to time;

"New Shares" means the Shares offered under this Information Memorandum; "Shareholder" means a holder of Shares from time to time;

"Shares" means fully paid ordinary shares in the capital of the Company; and

"Global Forestry Plan" is the product of over 20 years of research and development of our Super Kiri Tree, high density planting matrix and subsequent harvesting methodologies. The combination of these two proprietary owned assets allows Save The World Technologies to produce large scale reforestation projects globally by replicating set modules of forest that utilize the Super Kiri Tree and high density planting matrix.

REFERENCES

Carolina Pacific International Inc.

FAOSTAT – Food and Agriculture Organization of the United Nations

FIM Timber and Property Market Review and Outlook 2008 Leaf Analysis by Industry Institute

Paulownia Report 2009 – North Carolina State University

State of the World's Forests 2009 – Food and Agriculture Organization of the United Nations

World Bank Report, STATE AND TRENDS OF THE CARBON MARKET 2009

ONLINE

NASA Earth Observatory – <http://earthobservatory.nasa.gov>

Earth policy Institute 2006 – <http://earth-policy.org>

Deforestace – www.kap.zcu.cz

Paulownia Wood Supply – <http://www.paulowniawood.com>

<http://query.nytimes.com>

<http://forestequityonline.com>



APPENDIX 1

COMPANY FINANCIAL SUMMARY - MARCH 2009 QUARTER

Save The World Technologies Inc Balance Sheet

	EOFY 07		EOFY 08	Q1 09
	31-Dec-06	31-Dec-07	31-Dec-08	31-Mar-09
ASSETS				
CURRENT ASSETS:				
Cash at Bank	-	-	6,751	7,093
Cash on hand	-	-	-	-
Accounts Receivable - Investments			170,000	890,000
Accounts Receivable - Carbon Contracts				30,608,608
Accounts Receivable - Licensee Contracts	-			1,500,000
Prepaid Expenses			396,000	362,000
	-	-	572,751	33,367,701
FIXED ASSETS				
Land Holdings				7,500,000
Office Equipment			3,800	3,800
			3,800	7,503,800
INVESTMENTS				
Shares - Intelligent Inventions Limited			75,000	75,000
	-	-	75,000	75,000
INTELLECTUAL ASSETS				
Kiri Super Tree Intellectual Property	4,835,000	4,835,000	6,985,000	6,985,000
	4,835,000	4,835,000	6,985,000	6,985,000
TOTAL ASSETS	4,835,000	4,835,000	7,636,551	47,931,501
LIABILITIES & STOCKHOLDERS EQUITY				
LIABILITIES:				
Accounts Payable - Current			900	2,300
Loans Payable			421,000	443,200
	-	-	421,900	445,500
DEFERRED INCOME				
Carbon Contracts				30,608,608
	-	-	-	30,608,608
STOCKHOLDERS EQUITY:				
Common Stock \$0.00001 par value				
Issued and Outstanding 24,427,570, 24,427,570, 46,657,313 and 70,546,327 Respectively	244	244	463	805
Additional Paid in Capital	4,834,756	4,834,756	7,879,074	17,781,274
Total Issued and Paid in Capital	101,800	4,835,000	7,879,537	17,782,079
Trading Deficit in Development Stage			664,886	904,686
Total Stockholder's Equity	4,835,000	4,835,000	7,214,651	16,877,393
TOTAL LIABILITIES & STOCKHOLDERS EQUITY	4,835,000	4,835,000	7,636,551	47,931,501



APPENDIX 2

SUMMARY OF FOREST FINANCIAL PROJECTIONS

	Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8	Column 9	Column 10	Column 11	Column 12	Column 13	Column 14	Column 15	Column 16	Column 17			
	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027		
	Module 1	Module 2	Module 3	Module 4	Module 5	Module 6	Harvest setup	Module 1	Module 3	Module 4	Module 5	Module 6	Module 7	Module 8	Module 9	Module 10	Module 11	Module 12		
TOTAL																				
BICOPE																				
Vanuatu Project (3000 acres secured)	238,500,000	5,000,000	8,750,000	8,750,000	8,750,000	8,750,000	3,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	26,750,000	
Mining Project 1 (planned)	487,000,000	10,000,000	15,000,000	17,500,000	17,500,000	17,500,000	17,500,000	17,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	53,500,000	
Mining Project 2 (planned)	2,094,000,000	100,000,000	100,000,000	110,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	115,000,000	
Licences	37,000,000	2,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	
Total	2,856,500,000	7,000,000	126,750,000	139,250,000	144,250,000	144,250,000	139,250,000	162,250,000	197,250,000	269,250,000	269,250,000	269,250,000	269,250,000	269,250,000	269,250,000	269,250,000	269,250,000	269,250,000	269,250,000	
EXPENDITURE																				
Vanuatu Project	94,792,192	19,541,942	8,314,942	8,274,942	8,314,942	8,274,942	3,181,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	4,141,942	
Mining Project 1	123,500,000	0	16,999,929	11,369,929	11,369,929	11,369,929	13,369,929	11,369,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	5,109,929	
Mining Project 2	802,206,091	0	87,392,714	75,142,715	65,942,716	65,942,717	65,942,718	85,942,719	65,942,720	41,422,721	41,422,722	41,422,723	41,422,724	41,422,725	41,422,726	41,422,727	41,422,728	41,422,729	41,422,730	
Licences	4,832,700	583,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	725,100	
Total Expenditure	1,025,842,984	20,125,042	26,459,971	108,722,685	86,352,687	87,317,688	83,219,689	102,179,690	75,939,691	51,399,692	51,399,693	51,399,694	51,399,695	51,399,696	51,399,697	51,399,698	51,399,699	51,399,700	51,399,701	
Cumulative Profit by Year	1,830,657,016	(13,125,042)	(3,939,971)	18,027,315	43,737,314	57,897,313	56,037,312	56,037,311	60,070,310	121,290,309	217,850,308	217,850,307	217,850,306	217,850,305	217,850,304	217,850,303	217,850,302	217,850,301	217,850,300	
Capital	20,000,000	15,000,000																		
Closing Balance Carried Forward	1,288,226,395	1,874,938	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	2,914,937	
Progressive Trading Position	1,874,938	2,914,987	20,942,302	64,679,615	122,576,928	179,514,240	235,544,551	295,514,861	416,905,169	634,755,477	852,605,784	1,070,416,090	1,288,226,395	1,506,036,698	1,700,004,044	1,845,581,316	1,996,662,655	2,153,365,953	2,310,107,251	2,466,848,549



APPENDIX 3

SUBSCRIPTION APPLICATION

COMPANY		
ADDRESS (Line 1)		
ADDRESS (Line 2)		
CITY	STATE	POSTCODE

CONTACT	
TELEPHONE	FACSIMILIE
MOBILE	EMAIL
CONTACT TYPE (Office Use Only)	

INVESTMENT AMOUNT	PAYMENT RECEIVED (Office use Only)
US/AUD \$	
NET AMOUNT	NUMBER OF SHARES ISSUED
US/AUD \$	
ISSUED UNDER PRIVATE PLACEMENT Subject to the Securities Act 1933 - USA	SHARE CERTIFICATION (Office Use Only)



1. Subscription.

By executing this subscription agreement, the undersigned hereby agrees to purchase the amount of common shares, listed and priced as above, (the "Securities") of Save The World Technologies Inc. (the "Company"), in the amount set above, with an understanding of the restrictions and information below.

2. Representations and Warranties.

The Undersigned warrants and represents to the Company: (a) The Securities are being accepted by me for investment only, for my own account, and not with a view to, or for resale in connection with, the distribution thereof, and that the Undersigned is not participating, directly or indirectly, in an underwriting or any such undertaking.(b) I will not take, or cause to be taken, any action that would cause me to be deemed an underwriter, as defined in Section 2(11) of the Securities Act of 1933, as amended (the "1933 Act"), of the Securities.(c) I have reviewed a presentation relating to the company and have or intend to read a copy of the Company's Business Plan and related information dated August 2008. (the "Business Plan").(d) I (and my offeree representative, if any) have had an opportunity to ask questions of, and receive answers from, persons acting on behalf of the Company to verify the accuracy and completeness of the information set forth in the Memorandum.(e) I am capable of bearing the economic risks of an investment in the Securities in that I have adequate means of providing for my current and foreseeable needs and have sufficient financial liquidity so that I do not anticipate any need to sell the Securities in the foreseeable future; and (f) I am at least twenty-one (21) years of age, and a bona fide resident of the place set forth above, and have no present intention of becoming a residents of any other state or jurisdiction.

3. Restrictions on Transferability of Securities.

The Undersigned hereby agrees that certificates evidencing the Securities, if any, being accepted by him shall be stamped or otherwise imprinted with a conspicuous legend in to indicate they are restricted from sale under Section 144 of the Securities Act of 1933 as amended. It is understood that the securities shall be restricted from sale for a period of up to 12 months. The bearer of the securities may apply to the company to have this term reduced to 6 months. Following the restriction period, the bearer must write to the company to apply to have the restriction removed and for the issue of new share certificates of free trading shares.

4. Payment of Subscription.

Enclosed herewith is a check payable to Ramsden Bow Trust Account, or I hereby confirm that I have completed or will complete a bank transfer. In the event that the enclosed purchase price for the Securities is returnable to the undersigned in accordance with the terms and conditions contained in the Memorandum, such purchase price will be promptly returned to the undersigned, without deduction or charge there from or interest thereon, as soon as practical.

5. Notices.

Any notices or other communications required or permitted hereby shall be sufficiently given if sent by registered or certified mail, postage prepaid, return receipt requested, and if to the Company at the address given at the head of this Subscription Agreement, and if to the Undersigned, at the address set forth below, or to such other address as either the Company or the Undersigned shall designate to the other by notice in writing.

6. Successors and Assigns.

This Subscription Agreement shall be binding upon and shall inure to the benefit of the parties hereto and to the successors and assigns of the Company and to the personal and legal representatives, heirs, guardians, successors and permitted assignees of the Undersigned.

7. Applicable Law.

This Subscription Agreement shall be governed by and construed in accordance with the laws of the State of Nevada and, to the extent it involves any United States statute, in accordance with the laws of the United States.

