

QILA

The Fortress in Capital Preservation

Hotel Cashflow Fund

Multi-Property portfolio in South Texas

Offering Memorandum

WWW.QILACAPITAL.COM





DISCLAIMER

Qila Capital LLC (the “Company”) conducts offerings pursuant to Rule 506(c) under Regulation D of the Securities Act of 1933, as amended (the “Securities Act”). Offerings under Regulation D of the Securities Act are exempt from the registration requirements of the Securities Act.

Rule 506(c) under Regulation D – The Company’s offerings under Regulation D are open to “ACCREDITED INVESTORS” only, as such term is defined in Rule 501 under Regulation D. For the avoidance of doubt, individuals (i.e., natural persons) may qualify as “accredited investors” based on wealth and income thresholds, as well as other measures of financial sophistication. For example, individuals may qualify as “accredited investors” if they have (i) net worth over \$1 million, excluding primary residence (individually or with spouse/partner), or (ii) income over \$200,000 (individually) or \$300,000 (with spouse/partner) in each of the prior two years, and reasonably expect the same for the current year. In addition, certain entities (i.e., not natural persons) may qualify as “accredited investors.”

With respect to the Company’s offerings under Regulation D, the Company has posted a private placement memorandum (including supplements, exhibits, and other materials) on its website. Before you invest in the Company’s offerings under Regulation D, you should read the private placement memorandum in full for more information about the Company and offering, including the risks associated with the business and securities and the definition of “accredited investor” included therein. In the event that the subject property is not acquired, the fund managers reserve the right to allocate the funds to another acquisition within the same criteria.

Executive Summary

Qila Capital is pleased to present accredited investors an opportunity to participate in a multi-asset portfolio of cash-flow positive hotels in the South Texas region.

This is a \$20MM total fixed-raise, backed by a portfolio of three operational hotels with:

- Combined net operating income (NOI) of \$7,200,000
- Combined asset value of \$56MM, with \$39MM in total equity.
- Properties include the Aloft Airport San Antonio Hotel by Marriott, Aloft San Antonio UTSA Area by Marriott, and Staybridge Suites Laredo International Airport by IHG.

Projected returns include a 13-17% IRR over a 3-5 year exit plan. All investors over \$100K in investment get access to the Marriott MMP and MMF discount codes.

Our philosophy is “Earn More, Live Better” – our investors receive superior cashflow while enjoying unparalleled discounts at over 10,000 hotels around the world.



Marriott[®]
INTERNATIONAL

IHG[®]
HOTELS & RESORTS

Welcome to Qila.

The Fortress for Wealth Preservation

Qila Capital is a private equity investment and asset management company based in San Antonio, Texas. With over \$200M in Assets Under Management, we specialize in bringing superior healthcare and hospitality investment opportunities to accredited investors across the nation.

We were born with a vision to change how retail accredited investors access alternative investments. ***We provide more value, charge no fees and deliver returns through a conservative “cash-flow first” strategy.***

Our Hospitality investments provide unique advantages such as:

- **No risky real estate development or mediocre real estate opportunities**
- **Our “cashflow first” acquisition strategy aims to acquire and operate distressed branded hotels that deliver cashflow to our investors every quarter.**
- **No fees or fund manager “double dipping” - our investors earn before we do.**
- **Incredible travel discounts at over 10,000 hotels around the world.**





The Qila Advantage

At Qila, our mission is to provide fortress-like protection for your wealth while delivering steady, reliable growth to your portfolio. For Accredited Investors, we understand that your priorities are security, stability, and legacy preservation. That's why we bring our best foot forward as experienced operators in the Healthcare and Hospitality industries.

01

Proven Track Record

We are strong operators.

With a combined experience of over 50 years and asset portfolio of \$200M+ under management - we have figured out a niche that works well for our investors.

02

Proven Strategy

Our "cash-flow first" strategy works.

We identify and acquire distressed assets in growing markets that deliver returns from day one. No development or construction projects are undertaken, only cash flow and upside.

03

Investor-First Approach

We put our investors first.

All our investment opportunities are structured as 506(c) Reg D exemptions, allowing us to work exclusively with accredited investors. We back our performance by generous distributions, so investors can enjoy cashflow from day one.

04

Innovation-Driven

Our investments deliver the best in wealth creation and lifestyle.

Innovation is the driving force behind our vision of disrupting the marketplace on all fronts - asset management, investor relations, and most importantly, wealth creation.



Leadership Team

Our leadership team brings over 50 years in acquisition, finance, and asset management experience to the table, making us the ideal choice for your wealth preservation journey.

We aim to preserve your legacy and help you achieve a better lifestyle through strategic alternative investments.



KULDEEP GYANI
CHIEF EXECUTIVE OFFICER



DR. PARIN SHAH, MD
CHIEF MEDICAL OFFICER



RAZA KHAN
CHIEF INVESTMENT OFFICER

Leadership Team

Kuldeep Gyani, Chief Executive Officer

Mr. Kuldeep Gyani is the Chief Executive Officer of Qila Capital. He is a highly experienced real estate executive with over two decades of experience, with a primary focus on value add projects in the hospitality and healthcare sectors.

Mr. Gyani has extensive experience in healthcare, including freestanding emergency room facilities, end-of-life care and investments in surgery centers. In hospitality, he has successfully invested in and managed hotels, including acquisitions and transformations (P.I.P).

Under his leadership, his family office Gyani Capital has undertaken projects with an aggregate value of more than \$250 million. While his primary focus has been hospitality and healthcare, he also has experience in other areas such as affordable multifamily housing and retail. He has a deep understanding of financial structuring, operations and value-add focussed management.

Most recently, Mr. Gyani led the acquisition and successful transformation of Staybridge Suites, Extended Stay Laredo, Laredo Emergency Room, and McAllen Emergency Room, along with building some other successful ventures in Healthcare.

Mr. Gyani is a highly respected leader in the real estate industry. He is known for his strategic vision, financial acumen, and commitment to delivering high-quality projects, particularly in the hospitality and healthcare sectors.



Leadership Team

Dr. Parin Shah, Chief Medical Officer

Dr. Parin Shah, MD, is the Chief Medical Officer of Qila Capital. He is a board-certified Emergency Medicine physician with over two decades of clinical and leadership experience. Dr. Shah earned his Bachelor of Science in Chemical Engineering from the Illinois Institute of Technology in 1997 and his medical degree from Chicago Medical School in 2001. He completed his Emergency Medicine residency at Lincoln Medical Center in the Bronx, New York, where he served as Chief Resident from 2001 to 2005.

Dr. Shah began his attending career at Methodist Sugar Land Hospital, where he worked from 2005 to 2014 and was honored as Methodist Physician of the Year in 2007. From 2014 to 2021, he served as Medical Director of the Emergency Department at Resolute Health, while concurrently leading the Emergency Department at Laredo ER as Medical Director from 2015 to the present.

In addition to his medical leadership, Dr. Shah was named the Leukemia and Lymphoma Society's Man of the Year in 2018, recognizing his dedication to community service and advocacy.

His medical expertise ensures Qila Capital maintains high standards of care and safety in its healthcare investments.



Leadership Team

Raza Khan, Chief Investment Officer

Raza Khan is an experienced real estate and finance professional with over a decade of experience in banking, real estate and fund administration.

He has over \$50M in real estate management experience, having been involved with real estate development and asset management in residential, commercial and mixed-use real estate.

He graduated from the University of Guelph in Business Administration and received a Diploma in International Business and Finance from Humber College Institute of Technology & Advanced Learning.

Prior to Qila Capital, Raza founded multiple startups including Revenue Engine, Rev AI and Sublime Real Estate. Raza also served as the Executive Vice President for a Healthcare Asset Management company in Florida prior to Qila.





The Strategy

Sector Specialization: We focus exclusively on Healthcare and Hospitality due to their robust market demand and our deep operational expertise in these specific niches.

Institutional Grade Assets: Our "Cash-flow First" criteria ensures investors enjoy superb distributions and tax benefits while holding equity in high-quality, institutional-grade assets.

Built-In Risk Mitigation: Capital is protected by acquiring exclusively cash-flowing assets—eliminating the risks associated with ground-up development or construction.

Strategic Moats: We target assets anchored by permanent demand drivers, such as major military installations, international airports, and regional healthcare hubs.

Exit Strategy: While a typical holding period spans 3–5 years, we are currently projecting a 3-year exit for this specific fund through a strategic sale or refinance.

Regional Dominance: This fund is a cornerstone of our broader South Texas strategy, focusing on the high-growth corridor of San Antonio, Austin, and the Rio Grande Valley



Healthcare



Hospitality

Our investment philosophy prioritizes macro-economic demand and the intrinsic cash-flow potential of the asset itself. We move beyond traditional multifamily to leverage the nation's most profitable and resilient sectors.



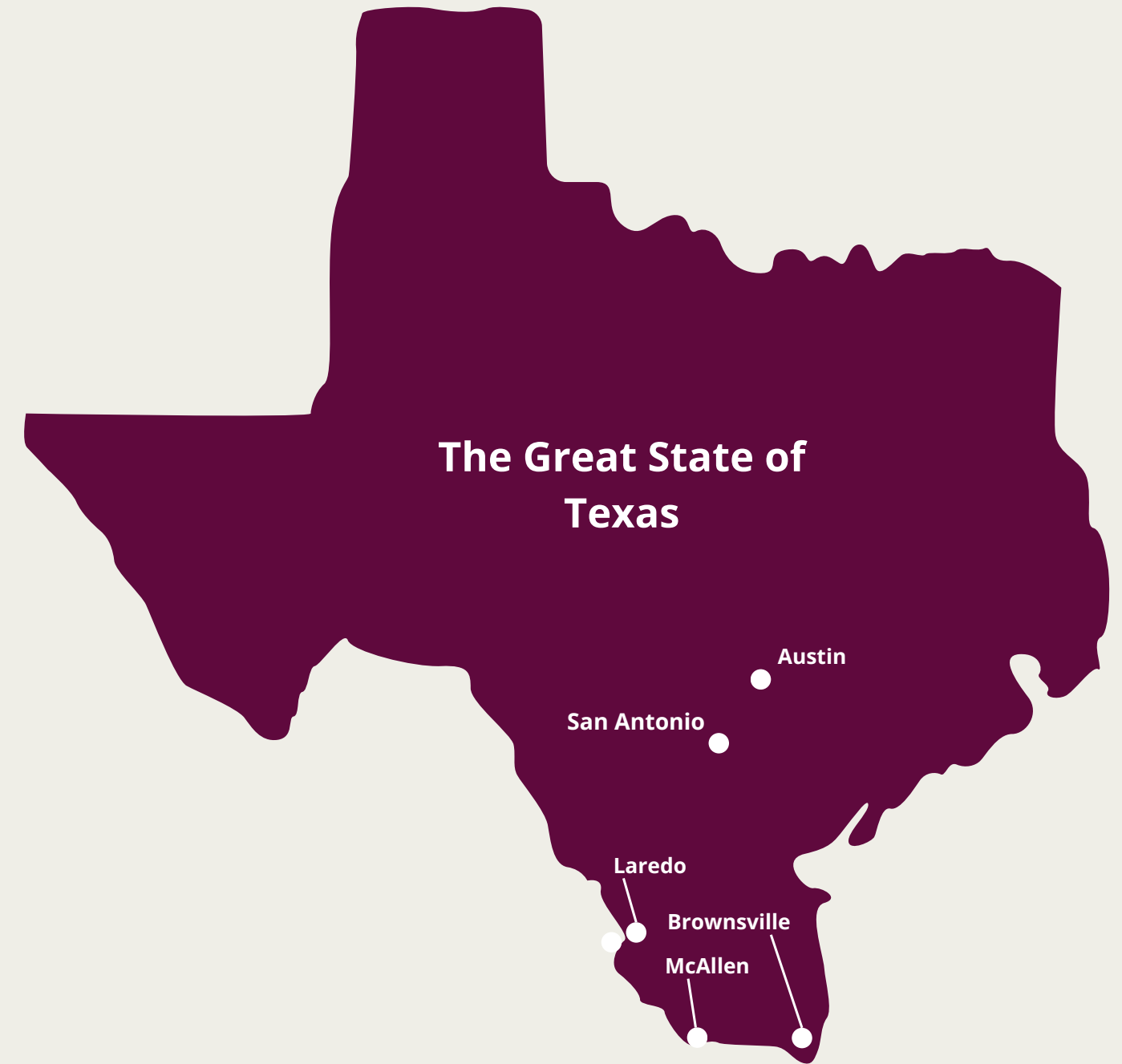
Our Portfolio

\$200M+
AUM

\$250M+
Transaction Volume

Leaders in the
South Texas

Healthcare and Hospitality Markets
(San Antonio, Austin, Laredo, McAllen and Brownsville)



Hospitality Portfolio



**Staybridge Suites Hotel by IHG
Laredo, TX**



**Aloft Hotel at UTSA
San Antonio, TX**



**Courtyard by Marriott
San Antonio, TX**



**Extended Stay Laredo Hotel
Laredo, TX
(Hyatt Studios Conversion)**



**Aloft Airport Hotel
San Antonio**

Healthcare Portfolio



**Laredo Emergency Room,
Laredo, TX**



**McAllen Emergency Room,
McAllen, TX**



**Ground Up Micro Hospital
Brownsville, TX**



**Optimal Wellness & Recovery
Laredo, TX (San Antonio, Austin and San Diego
coming soon)**



**Redeemer Hospice
South Texas**



**Border Medical Equipment
Laredo, TX**



Target Strategy and Investment Thesis

Qila Hotel Cashflow Fund

Qila Hotel Cashflow Fund is designed to deliver superb cashflow to investors in the form of an annual distribution + performance bonus.

The fund is backed by 3 robust hotels in San Antonio and Laredo, TX, and may fuel future acquisitions.

01

South Texas Focus

Properties in growing markets or strategic locations with strong demand drivers, such as proximity to major transportation hubs, business districts, healthcare demand, and military presence, particularly in South Texas.

02

Cashflow-First Approach

We target Hotels with opportunities for operational improvements, renovations, rebranding, repositioning, or expansion to enhance revenue and profitability. This may include property improvement plans (PIPs), upgrades to amenities and enhanced marketing and management strategies.

03

Demand Driven, Recession Resilient

Our focus on hospitality aligns with our commitment to investing in recession-resistant sectors that provide stability and long-term growth potential through demand drivers. This is why, our Hotel portfolio achieved maximum occupancy during the pandemic.

04

Proven Track Record

Thorough due diligence and market analysis is conducted to assess the competitive landscape, demand trends, and long-term growth prospects of each potential acquisition.

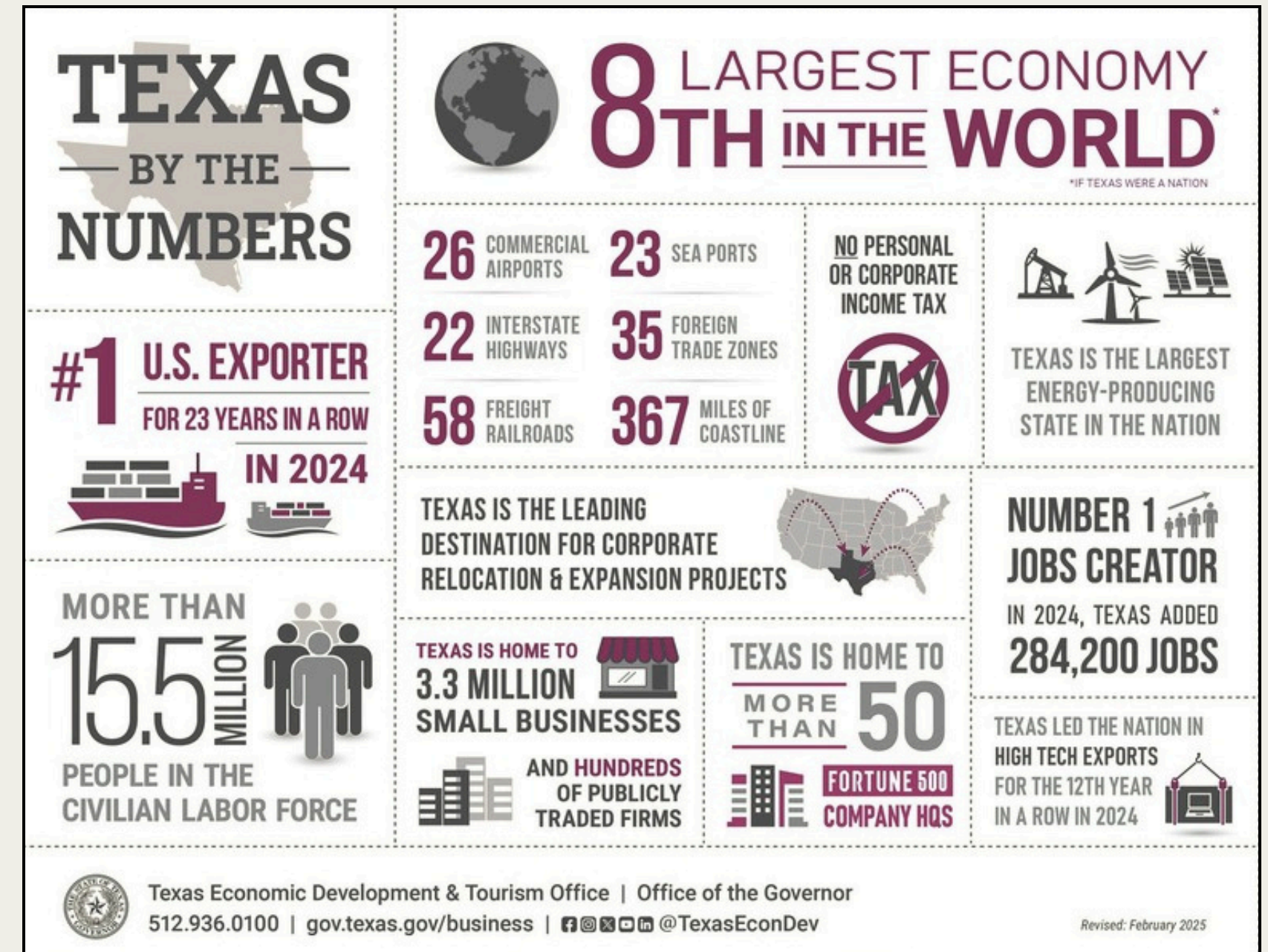
The Market

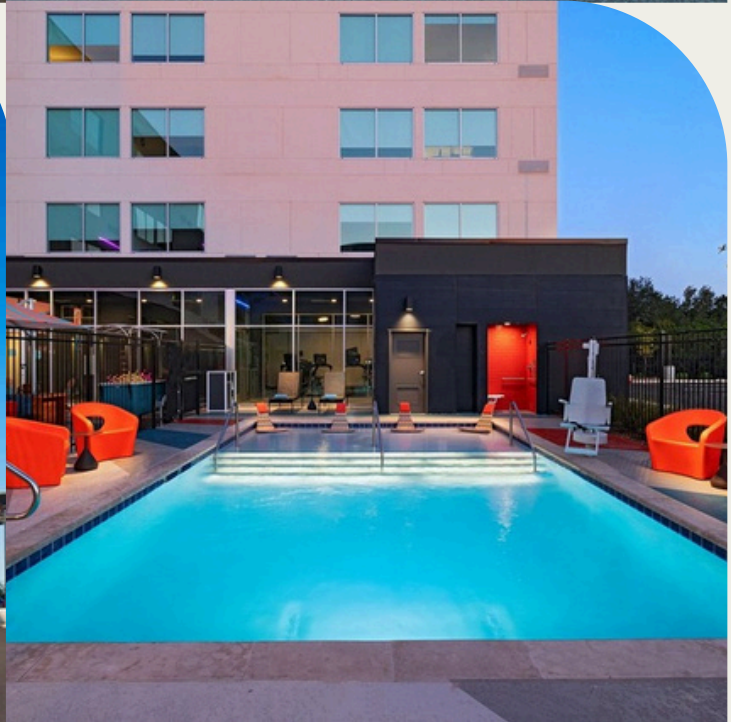
Texas: A Global Economic Powerhouse

- **Economic Dominance:** Texas boasts a diversified economy exceeding \$2 trillion annually; if it were a country, it would have the 8th largest GDP in the world.
- **Explosive Population Growth:** Leading the nation for over two decades, Texas added 4 million residents between 2010–2020 and is projected to add another 5–6 million by 2030.
- **Business Migration:** Major corporations like Tesla, Oracle, and Hewlett-Packard have relocated headquarters to Texas, driving high-paying job growth and sustained demand.
- **Investor-Friendly Climate:** The state offers a unique combination of no state income tax, affordable housing relative to coastal markets, and business-friendly policies.

San Antonio and South Texas: Strategic Growth Hubs

- **A Top National City:** As the 7th largest city in the United States, San Antonio serves as the critical anchor for South Texas, providing unmatched market stability and scale.
- **South Texas Regional Leadership:** Qila Capital is a leader in the South Texas market, with a dominant presence across San Antonio, Austin, Laredo, McAllen, and Brownsville.
- **Recession-Resistant Demand:** The region is supported by a "fortress" of demand drivers, including major military installations, booming business, sectors and cross-border trade.
- **The "Texas Triangle" Sprawl:** Growth is "overflowing" from the Texas Triangle into surrounding South Texas counties, making these suburban rings some of the fastest-growing areas in the state.
- **Proven Local Portfolio:** Qila leverages deep local expertise and operational infrastructure in our high-performing healthcare and hospitality portfolios.





The Opportunity

OVERVIEW

Qila is pleased to present investors an exclusive opportunity to invest in a premier portfolio of cashflow positive properties including:

- **Aloft San Antonio Airport Hotel by Marriott**
- **Aloft Hotel San Antonio at UTSA by Marriott**
- **Staybridge Suites Laredo Airport Hotel by IHG**



The portfolio currently boasts:

- Combined revenue of over \$12MM
- Combined NOI of over \$7.2MM.

INVESTMENT SUMMARY

Total Raise of \$20MM deployed over 3 operational and cashflow positive hotels:

- Aloft San Antonio Airport Hotel - \$14MM market value
- Aloft Hotel San Antonio at UTSA - \$17MM market value
- Staybridge Suites Laredo Airport Hotel - \$25MM market value

Combined value of the portfolio: \$56MM

Total Equity in the portfolio: \$39MM

Investment Summary

Share Class	A1	A2
Investment Amount	\$50K - \$499K	\$500K +
Investor Type	Accredited	Accredited or Capital Allocators
Investment Type	506 (C) Reg. D. Syndication	506 (C) Reg. D. Syndication
Minimum Investment	\$50K	\$500K
Term	5 Years (3Y Exit Projected)	5 Years (3Y Exit Projected)
Distributions	8% Fixed Annual Uplift Bonus: Up to 5%	10% Fixed Annual Uplift Bonus: Up to 7%
IRR	13% IRR	17% IRR

+ Exclusive Marriott Discounts Provided to investments over \$100,000

Qila Fortress Fund

Fund Details

Investment Structure

All our investment opportunities are structured as 506(c) Reg D exemptions, allowing us to work exclusively with accredited investors. Investor capital is invested into the fund entity, and then allocated to the lower tier entity, providing a corporate veil and liability protection.

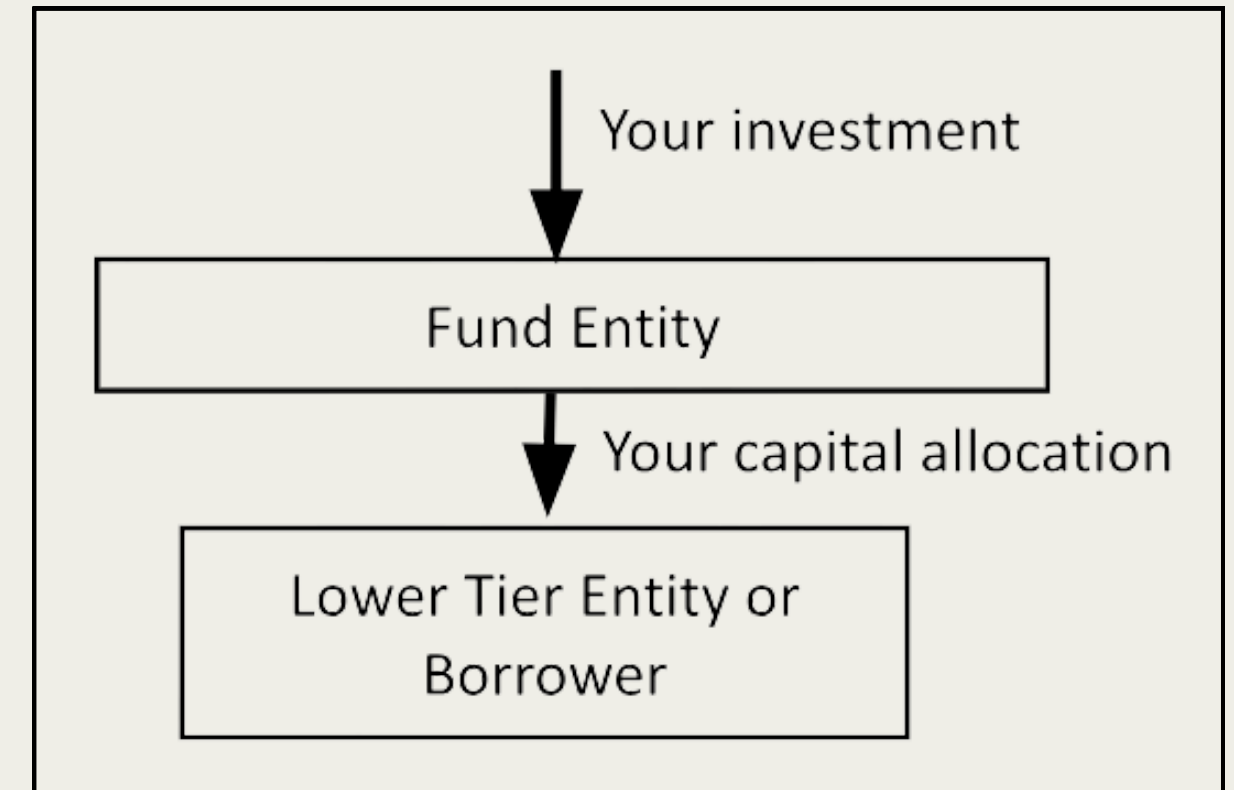
Investment Timeline

Our investment holding periods are typically structured around a 3-5 year timeframe, during which the property may be sold or refinanced, and investors receive their share of the profits. Specific investment terms are outlined in each investment offering.

Steps to Invest

Investing with Qila Capital is straightforward and user-friendly:

- Step 1: Review Offering Materials
- Step 2: Schedule a Consultation
- Step 3: Register for our Self-Directed Portal through our website
- Step 4: Verify Accreditation
- Step 5: Sign Investment Documents
- Step 6: Fund Your Investment



Discounts at Over 10,000 Bonvoy Properties

MARRIOTT BONVOY™

Luxury

EDITION™



THE LUXURY
COLLECTION®



W
HOTELS

JW MARRIOTT

Premium



SHERATON
EST. 1927



DELTA
HOTELS

WESTIN™
HOTELS & RESORTS

Le MERIDIEN

RENAISSANCE™
HOTELS

AUTOGRAPH
COLLECTION™
HOTELS

TRIBUTE
PORTFOLIO

DESIGN™
HOTELS

GAYLORD HOTELS™

Select

COURTYARD™
BY MARRIOTT

FOUR
POINTS
BY SHERATON

SPRINGHILL SUITES™
MARRIOTT

Fairfield™
BY MARRIOTT



aloft™
HOTELS

moxy
HOTELS

PROTEA HOTELS.
MARRIOTT

Longer
stays

Residence INN™
BY MARRIOTT

TOWNEPLACE
SUITES™
MARRIOTT

Marriott.
EXECUTIVE APARTMENTS

element™
BY MARRIOTT

Discount Example - Ritz-Carlton, Laguna Niguel

BEFORE DISCOUNT

← THE RITZ-CARLTON
The Ritz-Carlton, Laguna Niguel
Hotel Details >

📅 Sep 2-3 👤 1 Room, 1 Guest

Room Type ▾ Points Standard Rates **Special Rate**

You can select accessible room options after choosing a room.

Resort View, Guest room, 1 King, Resort view, Balcony

Room Details >

\$1,172 USD / Night
Taxes and fees included

View Rates

AFTER DISCOUNT

← THE RITZ-CARLTON
The Ritz-Carlton, Laguna Niguel
Hotel Details >

📅 Sep 2-3 👤 1 Room, 1 Guest

Room Type ▾ Points Standard Rates **Special Rates**

You can select accessible room options after choosing a room.

Special Rate Available

Resort View, Guest room, 1 King, Resort view, Balcony

Room Details >

\$281 USD / Night
Taxes and fees included

View Rates

Discount Example - W New York, Times Square

BEFORE DISCOUNT

W HOTELS
W New York - Times Square
Hotel Details >

Sep 2-3 | 1 Room, 1 Guest

Room Type | Points | Standard Rates | Special Rates

To view accessible rooms, select Room Type.

Wonderful King, Guest room, 1 King
Room Details >
\$453 USD / Night
Taxes and fees included
View Rates

AFTER DISCOUNT

W New York - Times Square

Room Type | Points | Standard Rates | Special Rates

Special Rate Available

Wonderful King, Guest room, 1 King
Room Details >
\$257 USD / Night
Taxes and fees included
View Rates

Special Rate Available

Wonderful Double, Guest room, 2 Double


Discount Example - London Marriott County Hall



BEFORE DISCOUNT

← London Marriott Hotel County Hall

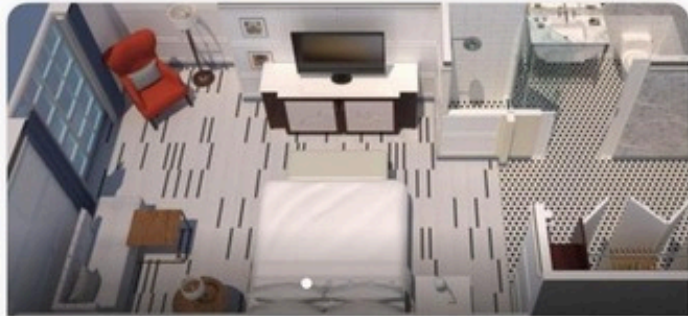
Room Type ▾ Points Standard Rates Special Rates



Deluxe Room, Guest room, 1 King

Room Details >

£542 GBP / Night
Taxes and fees included [View Rates](#)



River Thames View, Guest room, 1 King

Room Details >

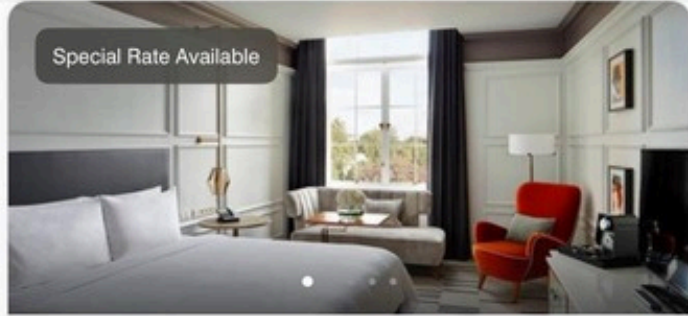
£613 GBP / Night
Taxes and fees included [View Rates](#)

AFTER DISCOUNT

← London Marriott Hotel County Hall

Room Type ▾ Points Standard Rates Special Rates

Special Rate Available

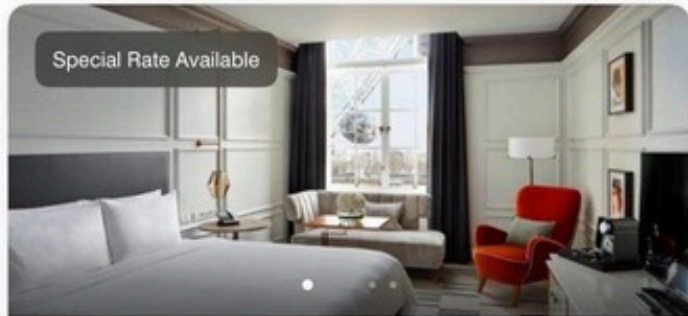


Deluxe Room, Guest room, 1 King

Room Details >

£133 GBP / Night
Taxes and fees included [View Rates](#)

Special Rate Available



River Thames View, Guest room, 1 King

Room Details >

£133 GBP / Night
Taxes and fees included [View Rates](#)



Let's Connect



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