

# TRWD Moves Closer to Acquisition Phase as S-1 Update Clears Path for Nightlife Roll-Up Strategy

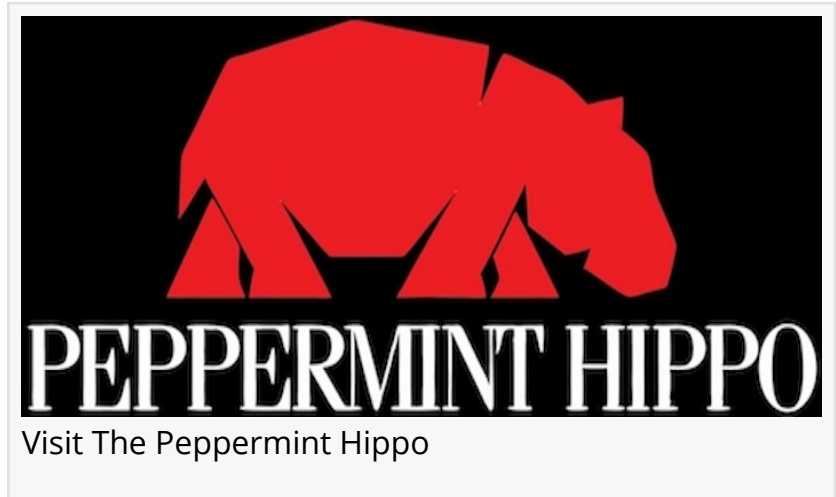
*TRWD moves toward its first nightlife acquisition as an S-1 update positions the company to begin building revenue through profitable venues.*

LOS ANGELES, CA, UNITED STATES, March 5, 2026 /EINPresswire.com/ --

[Tradewinds](#) Universal (OTC: TRWD)

announced it is moving closer to executing its nightlife acquisition strategy after providing an update on its Form S-1 filing, a key step to begin

acquiring high-revenue venues including locations affiliated with the Peppermint Hippo brand.



The S-1 filing relates to the Company's previously announced [\\$10 million agreement with RH2 Equity Partners](#), which TRWD intends to use to acquire cash-flow positive nightlife assets,

including venues affiliated with the rapidly expanding Peppermint Hippo brand.

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*Andrew Read*

Management expects the facility to support TRWD's strategy of building revenue through the acquisition of profitable nightlife venues, positioning TRWD as a growing competitor within the nightlife industry.

S-1 Update: Final Step Before Execution for TRWD

During the SEC review process, the Company was asked to include year-end financial statements for the period ending December 31, 2025 in the filing.

While those financials are normally due March 31, 2026, Tradewinds Universal stated it is working aggressively to accelerate completion of the year-end audit in order to submit an amended S-1 as quickly as possible.

Once submitted, we have been advised the registration statement will receive effectiveness shortly thereafter, enabling TRWD to acquire its first venue.

“We’re pushing hard to complete this step because it unlocks the next phase of our strategy,” said Andrew Read, CEO of Tradewinds Universal. “The objective is simple — acquire profitable venues, bring real revenue into TRWD, and build a scalable public platform. Then move to NASDAQ”

### TRWD Acquisition Strategy: From Filing to First Venue

Upon effectiveness of the S-1, TRWD plans to begin executing the first stage of its acquisition pipeline, including targeting profitable nightlife venues and finalizing the Company’s first Peppermint Hippo acquisition.

Management is excited to bring the first operating venue into TRWD, as it will establish a recurring revenue base and demonstrate the Company’s acquisition model.

Unlike many OTC companies, TRWD’s strategy focuses on buying venues that are already generating revenue and cash flow rather than funding speculative development projects.

### High-Revenue Industry Opportunity

The adult nightlife industry represents a multi-billion-dollar sector within the broader entertainment market, with established venues generating strong recurring revenues.

Typical annual revenues within the nightlife sector vary depending on market size and location. Smaller market clubs commonly generate between \$2 million and \$4 million in annual revenue, while venues located in larger metropolitan areas frequently produce \$5 million to \$10 million annually. High-profile destination venues, particularly those located in major entertainment markets, have demonstrated the ability to generate \$10 million to more than \$20 million per year, highlighting the significant revenue potential within the industry.

In destination markets such as Las Vegas, some venues have demonstrated the ability to generate more than \$20 million in annual revenue, highlighting the scale of the opportunity that TRWD is targeting. TRWD’s acquisition strategy allows the Company to build revenue through the accumulation of profitable operating venues.

### TRWD Targeting a Public Platform to Compete with RCI Hospitality Holdings

The nightlife industry remains highly fragmented, with thousands of independently owned venues operating across the United States. Through its strategic relationship with Peppermint Hippo founder Alan Chang, TRWD is pursuing a roll-up strategy designed to consolidate

profitable venues into a national platform.

As the platform grows, management believes TRWD will emerge as a public competitor to RCI Hospitality Holdings, one of the largest publicly traded operators in the adult nightlife sector.

“RCI has demonstrated what can happen when you build scale in this industry,” Read said. “Our goal is to execute a disciplined acquisition strategy and build TRWD into a company capable of competing at that level.”

#### Revenue Growth Model for TRWD and NASDAQ Uplist

TRWD plans to scale operating revenue through sequential acquisitions of profitable venues. The Company has outlined how this strategy could expand the revenue base over time. An initial acquisition of a venue generating approximately \$2 million in annual revenue would establish the first operating revenue inside the public company. As additional venues are acquired, with many locations in the sector generating \$3 million to \$5 million annually, the platform could grow to exceed \$10 million in annual revenue. Continued expansion across multiple markets and larger venues could further scale the platform to \$20 million or more in annual revenue, illustrating the potential impact of the Company’s roll-up strategy.

Building revenue through profitable acquisitions will position TRWD to approach financial thresholds commonly associated with national exchange listings such as Nasdaq.

“The long-term objective is to build TRWD into a company with real operating revenue and the scale necessary to qualify for a national exchange,” Read added.

With the S-1 process advancing and acquisition targets already identified, TRWD is preparing to begin executing its nightlife roll-up strategy. The Company is focused on acquiring profitable venues, bringing operating revenue into the public company, and building a scalable platform capable of competing with larger operators in the sector.

#### About Tradewinds Universal (OTC: TRWD)

Tradewinds Universal (OTC: TRWD) is a fully reporting public holding company focused on acquiring and scaling revenue-generating businesses in the hospitality and entertainment sectors. A core component of its expansion strategy is its strategic alignment with the Peppermint Hippo brand, founded in 2018 by Alan Chang.

Peppermint Hippo has grown from a single club in Toledo, Ohio into a nationally recognized nightlife brand, highlighted by its flagship Las Vegas Strip location. Today, Peppermint Hippo and affiliated concepts such as Las Tóxicas operate multiple clubs nationwide, delivering a “Mini-Vegas” experience through upscale design and elevated hospitality. Through structured acquisitions and brand integration, TRWD is executing a roll-up strategy designed to build a scalable, multi-market nightlife ownership platform.

## Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding TRWD's marketing initiatives, operational plans, growth prospects, and anticipated acquisitions. These statements are based on current expectations and are subject to risks and uncertainties that could cause actual results to differ materially.

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