



QUEENSLAND CAMEL COMPANY PTY LTD

# CROWD-SOURCED FUNDING OFFER DOCUMENT

WEDNESDAY 22<sup>ND</sup> NOVEMBER 2023

**Offer of fully-paid ordinary shares in Queensland Camel Company Pty Ltd at \$1 per share to raise a maximum of \$1,500,000**

This crowd-sourced funding (CSF) offer document relates to the Offer of fully-paid ordinary shares in Queensland Camel Company Pty Ltd. This Offer is made under the CSF regime in Part 6D.3A of the Corporations Act 2001 (Corporations Act)

**ISSUER**

Queensland Camel Company Pty Ltd ACN 167 874 142

**INTERMEDIARY**

Swarmer Pty Ltd AFSL 507 867 ACN 609 908 009

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## SECTION ONE

# RISK WARNING

Crowd-sourced funding is risky. Issuers using this facility include new or rapidly growing ventures. Investment in these types of ventures is speculative and carries high risks.

You may lose your entire investment, and you should be in a position to bear this risk without undue hardship.

Even if the company is successful, the value of your investment and any return on the investment could be reduced if the company issues more shares.

Your investment is unlikely to be liquid. This means you are unlikely to be able to sell your shares quickly or at all if you need the money or decide that this investment is not right for you.

Even though you have remedies for misleading statements in the offer document or misconduct by the company, you may have difficulty recovering your money.

There are rules for handling your money. However, if your money is handled inappropriately or the person operating the platform on which this offer is published becomes insolvent, you may have difficulty recovering your money.

Ask questions, read all information given carefully, and seek independent financial advice before committing yourself to any investment.



SECTION TWO

# INFORMATION ABOUT THE COMPANY



## LETTER FROM THE DIRECTORS

Dear Investor,

We are pleased to invite you to become a shareholder of Queensland Camel Company (QCamel).

**QCamel is a a biodynamic producer of the world's first and currently only, 'Certified' Organic Pasteurised Camel Milk.**

You may have seen us appear on Better Homes and Garden, Totally Wild, or read about us in Women's Weekly or Qantas magazine – or you may even be one of our 550,000 followers on TikTok. Perhaps you've visited our farm, one of the largest properties for grazing our camels, located in the lush subtropical environment of the Sunshine coast overlooking the heritage Glass House Mountains.

As a family-owned certified organic camel dairy, we've been committed to the growth of the Australian camel industry well before we incorporated in 2014, funding and authoring a 2-year study, released in 2009 – Camels in Queensland – Opportunities for Diversification (Brisbane 2009), as a founding member and Chair of the Australian Camel Industry Association, as a member on the National Feral Camel Management project, and today, advising the state and federal governments on camel management.

Our vision at QCamel, is to be a leading supplier of certified organic camel milk products, camel milk based ethical skincare and camel milk derived probiotics and nutraceuticals into the world-wide health market – and to give as many people as possible, globally, access to the increasingly researched and recognised beneficial properties of camel milk to boost health and well-being.

We have sustainably grown our Australian customer base since we started, making available a wide range of certified organic camel milk and award-winning milk products to our consumers via online sales and door-to-door distribution, and through a growing network of more than 60 supermarkets and health stores, including Harris Farms, IGA, Flannery's.

Our QCamel skincare Australia range of eight skincare products launched in 2020, has been developed to Therapeutic Goods Australia (TGA) and European Union (EU) Cosmetic standards, and was a culmination of a five-year R&D Project, concentrating on fresh organic camel milk (not powdered milk), healing essential oils and powerful Native Australian Botanicals with healing properties and has received positive feedback and anecdotal evidence highlighting the benefit on acne, skin irritations and dermatitis and burns caused by radiation.

**It's time to catapult our international growth and health innovation.**

The camel industry within Australia, and globally, is experiencing growth, in most part, due to the changes in consumer preferences and the spotlight on the nutritional properties of camel milk for health and wellbeing. Camel milk is recognised and the subject of health research, for its nutrient-rich, antimicrobial, highly digestible, anti-inflammatory, low in fat and lactose immune supportive and antioxidant properties.

Since we started, we've funded the scale-up of our operations and product development to sustainably meet consumers' increasing demand for QCamel milk, and in readiness to export to new markets. For the past two years, QCamel has added to its strategic focus to the growing Nutraceuticals market, and in partnership with a leading Biotechnology company, QCamel will create products which are categorised under food but are also used for medicinal purposes – and are made from camel milk and camel milk extracts. The nourishing composition of camel milk makes QCamel's biodynamic dairy product highly sought after, particularly by natural medicine suppliers, food retailers, health brands, beauty companies and consumers seeking better health.

QCamel is raising capital via crowd sourced funding to

- Increase QCamel's growing market share of the camel milk and milk product sector, within Australia.
- Compete on a global stage as an Australian company which is the world's only provider of certified organic milk.
- Market our skincare globally.
- Innovate new products, including camel milk derived, probiotics to leverage the growth of the biotechnology sector in health – globally.

We are excited about this next phase in our growth – and, for the first time since we started, opening our doors to the international market through exports of our products and skincare, and biotech product innovation, as well as opening our doors for the first time to Australian shareholders.

We look forward to achieving our goals together – to create benefits of our shareholders and to benefit the health of our consumers, globally.

Thank you for considering an investment in QCamel.



**Lauren Brisbane**

Co-Founder and Director, QCamel



**Peter Brisbane**

Co-Founder and Director, QCamel





## REASONS TO INVEST IN QCAMEL

- **World only:** Queensland Camel Company Pty Ltd (QCamel) is the producer of the world's and currently only, 'Certified' Organic Pasteurised Camel Milk.
- **Growing customer based:** QCamel milk, products and skincare are available direct to the consumer online and via a growing network of more than 60 supermarkets and health stores such as Harris Farm Markets, IGA, Flannery's.
- **Increased volume:** QCamel's current annual sales volume is 10,000 L/annum, with the purchase of additional stock during 2023 we are on track to produce 40,000L/annum by end 2024.
- **Readiness for Export:** Commenced export accreditation in preparation for expansion to new markets – export of milk and milk products, and skincare.
- **Growth of camel industry:** Australia's commercial camel industry is experiencing growth, in part due to the disease-free reputation of Australian camels, and the demand for camel milk, meat and milk products – driven by increasing consumer awareness of the known beneficial properties of camel milk.
- **Ethical farming:** Our commitment to ethical farming and production ensures that we optimally meet our high standard of humane camel husbandry practices.
- **Award Winning:** Gold and Silver medals at several Australian and Queensland Dairy & Food and Wine show. Selected one of 50 Innovative Agribusinesses in Australia by Food Innovation Australia Ltd (FIAL).
- **Scaled-up:** We've already scaled up operations and sized up our camel stock in readiness for increased volume and export.
- **TGA and EU ready:** Our skincare has been developed in line with TGA and EU standards, with the process to secure approvals commenced.
- **Biotechnology:** We've started the journey of innovating camel milk derived Nutraceuticals.

## 2.1 COMPANY DETAILS

This offer of shares is made by Queensland Camel Company Pty Ltd ACN 167 874 142 ('QCamel' or 'the Company'). The Company was incorporated on 4th February 2014.



COMPANY NAME	Queensland Camel Company Pty Ltd
COMPANY TYPE	Proprietary Company Limited
ACN & ABN	ACN 167 874 142 ABN 19 467 706 557
DATE OF INCORPORATION	4th February 2014
REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS	165 Sahara Road, GLASS HOUSE MOUNTAINS QLD 4518
DIRECTORS	Lauren Brisbane Peter Brisbane
SHARE REGISTRY / SECRETARY	Cake Equity
COMPANY WEBSITE	<a href="http://www.qcamel.com.au">www.qcamel.com.au</a>



## 2.2 DESCRIPTION OF THE BUSINESS

### 2.2.1 ABOUT QCAMEL

Queensland Camel Company Pty Ltd (QCamel) is a biodynamic dairy and the producer of the world's currently only, 'Certified' Organic Pasteurised Camel Milk.

Peter and Lauren Brisbane established QCamel Dairy, located on the Sunshine Coast, Queensland, in 2014. QCamel was the first commercial camel dairy in Australia to supply pasteurised camel milk into the Health Market. QCamel's milk is the only Certified Organic Camel Milk in the World.

QCamel is a small-to-medium, agribusiness enterprise and operates across the Food & Beverage, Agri-Tourism, Health, and Nutrition sectors. Over the past nine years, through their own resources, Lauren & Peter have slowly built a multi-faceted camel milk and by-product business which includes milk products (milk, cheese, yoghurt, powdered milk and chocolates) and a skincare range comprising eight products, manufactured to the high European Union Cosmetic standards. The business is also fully vertically integrated from production, processing, sales, distribution, marketing, and product development.

#### OUR VISION

To be a leading supplier of certified organic camel milk products, camel milk based ethical skincare and camel milk derived probiotics and nutraceuticals into the world-wide health market.

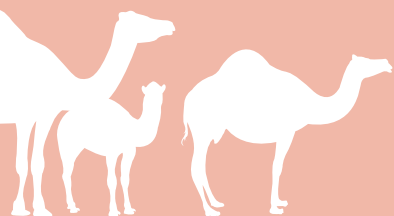
#### OUR MISSION

To give as many people as possible, globally, access to the increasingly researched and recognised beneficial properties of camel milk to boost health and well-being.

QCamel has achieved strong traction within Australia with its current milk and milk products, including its skincare range, and is well underway with strategic plans to expand supply and product innovation to:

- Enter Organic Export Markets for milk and milk products (immediate future).
- Complete final stages of the redevelopment of its QCamel Skincare Australia marketing and begin on-line supply world-wide through international marketing company.
- Commence testing of its skincare to secure Therapeutic Goods Australia (TGA) approval
- Commence the development stage in the biotechnology sector – developing camel milk derived probiotics & nutraceuticals for distribution into the health sector.

Looking to tomorrow, our focus is on growth of the Australian market, export to new markets; and product innovation – building new streams of revenue



## 2.2.2 COMPANY BACKGROUND

In preparation to participate in the camel industry in Australia Peter and Lauren Brisbane funded and authored a 2-year study, released in 2009 – Camels in Queensland – Opportunities for Diversification (Brisbane 2009).

Lauren and Peter joined the inaugural Farmers to Founders in Sydney in 2019 which was funded by Agrifutures Australia to assist with the development of QCamel Skincare Australia.

In addition, Lauren was initially trained and mentored for seven years through the Queensland Government by the Emerging Industries Team and watched the ebbs and flows of new and emerging industries as they established markets. This included how to,

- Ascertain breeding patterns and feed resources, build forward plans with knowledge of environmental conditions.
- Assess market fluctuations such as, international trade and buying patterns.
- Develop and retain markets and how to trade internationally.
- Lauren has held several key positions and continues to be active in shaping the Camel industry in Australia.
- Founding member and Chair of the Australian Camel Industry Association from 2010 – 2017
- Industry member on the National Feral Camel Management Project 2010 – 2014.
- Attendance at International & National Camel Conferences.
- Currently advises State and Federal Governments and other industry members on Camel Management.
- Works with both FIAL (Food Innovation Australia Limited) and TIQ (Trade and Investment Queensland) to develop markets for the business.

QCamel is also a training venue for Veterinary Students from University of Queensland, James Cook University and Melbourne University.



## 2.2.3 OUR SUCCESS TO DATE

### 2023

- Purchased additional camel stock to prepare for increase in business into export markets.
- Secured Australia-wide cold chain logistics partner to supply Certified Organic Camel Milk Australia-wide.
- Preparation for export accreditation
- Silver Award, Cheese & Dairy Produce, 2023 Royal Queensland Food & Wine Show
- Submitted federal grant application towards Probiotic Program

### 2022

- Developed partnership with leading, global ingredients partner for the health and nutrition industry to develop probiotics for the international health market.
- Secured sole access of Food Standards Australia New Zealand (FSANZ) accredited processing unit in Maleny, Queensland
- Acquisition of entire stock and equipment from another camel dairy (competitor).
- Achieved FSANZ processing accreditation (QCamel no longer contract its milk).
- Halal Certification completed.
- Formed Government facilitated alliances with marketing companies in China & UK for market appraisal of QCamel Skincare to analyse market acceptability in global markets.

### 2021

- During COVID QCamel revisited its company's strategic plan to manage supply in a difficult market, which added to QCamel Global Market expertise in a geopolitical market disruption.
  - Developed Farm production model
  - Improved farm efficiency
  - Purchased additional camels
  - Drought tolerance, flood management
  - Secure production capacity
  - Company avenues – Tourism, Social Media, Marketing, Education, Probiotics markets
- Increased on-farm tourism launching Camel Cuddles Tours. Tours represent approximately 30% of QCamel annual revenue and operate 1-5 educational tour experiences per week.

## 2020

- Launched QCamel Skincare Australia.
- Finalised 5-year R & D Project in the development of Camel Milk Skincare (8 products). Skincare produced at EU and to a TGA Standard - each product meets skincare standards world-wide.
- QCamel export plans halted due to COVID-19.

## 2019

- (2019-ongoing) Certified Organic Status both farm and food – World's only Certified Organic Pasteurised Camel Milk
- Farmers to Founders inaugural
- Tested Skincare for containerised export stability 60 degrees stable

## 2018

- Trademarked QCamel under the Madrid trademark system (covering 130 countries) as well as China.
- Selected as one of 50 Innovative Agribusinesses in Australia by Food Innovation Australia Ltd (FIAT)
- Achieved Certified Organic In-Conversation
- Gold Award, Australian Dairy Product Competition, Dairy Industry Association of Australia (DIAA) 2018
- Gold Award, Cheese & Dairy Produce, 2018 Royal Queensland Food & Wine Show
- Silver Award, Cheese & Dairy Produce, 2018 Royal Queensland Food & Wine Show

## 2017

- Secured distribution contract with Harris Farm Markets and Flannery's
- Launched first on-farm tourism – Camels & Canapes Monthly
- Inaugural Member Grow Coastal Food Accelerator Program on Sunshine Coast
- Becomes an equal opportunity employer and secures a partnership with EPIC Assist employing and training people with special needs.

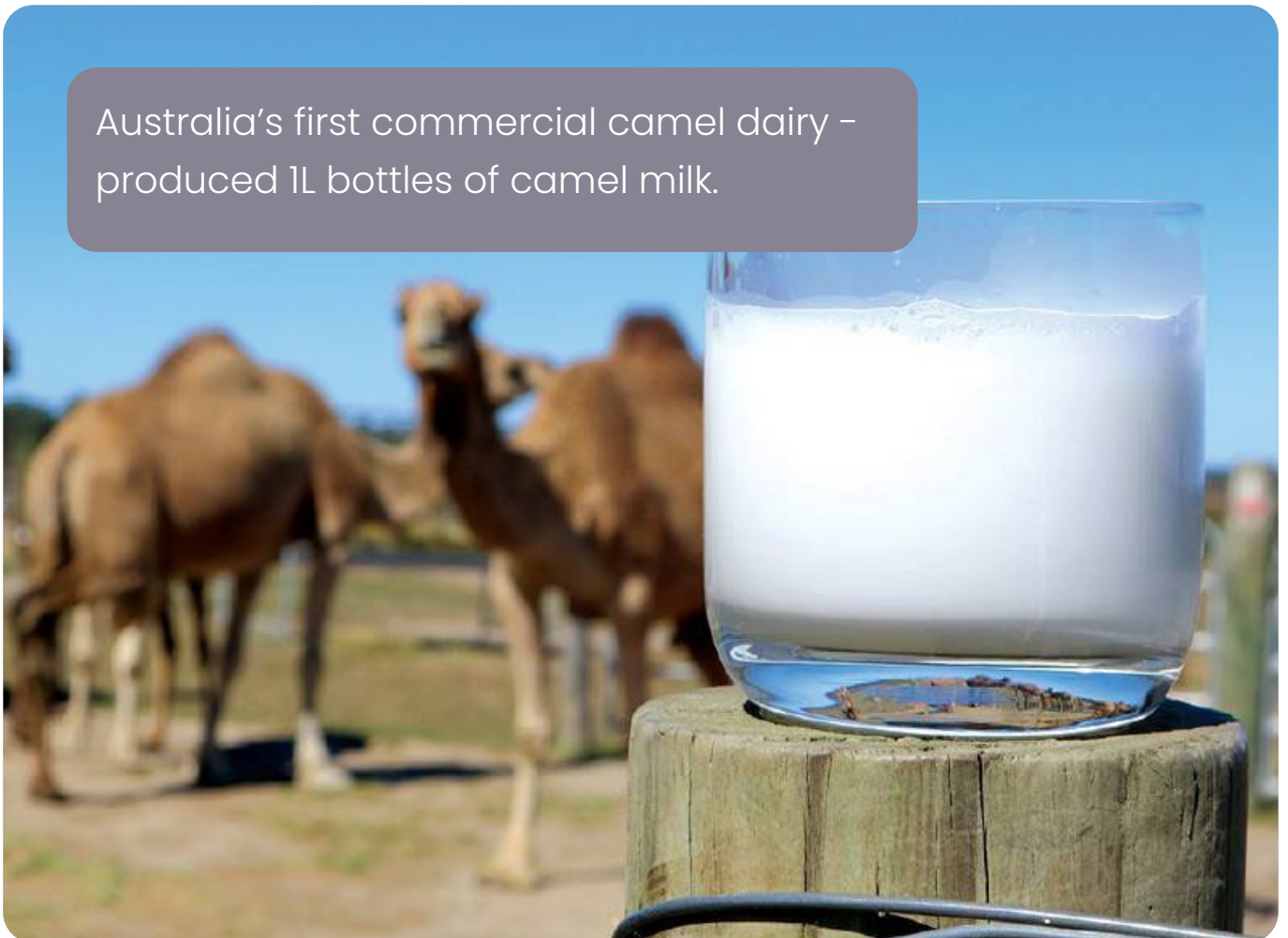
2015 - 2016

- Launched new Food & Beverage products - 500ml milk, 350ml milk, Feta cheese and yoghurt smoothie.

2015 - 2016

- Australia's first commercial camel dairy - produced 1L bottles of camel milk.
- Produced Australia's first pasteurised camel milk in November 2014 supplied to Kunara Organic Marketplace in Queensland.
- Commenced outsourced contract manufacturing in Maleny, Queensland.
- Achieved FSANZ accreditation as an accredited dairy following development of Quality Assurance Program.
- Completed design and construction of camel-specific dairy, yards, and fencing.
- Completed training of camels to milk.
- QCamel established.

Australia's first commercial camel dairy -  
produced 1L bottles of camel milk.



## 2.2.4 QCAMEL - AN ETHICAL APPROACH TO SUSTAINABLE FARMING



QCamel is an ethical camel farm and dairy – from soil to shelf. We are a Food Standards Australia and New Zealand (FSANZ) accredited dairy with our supply chain production and processing underpinned by our FSANZ approved quality assurance program.

Our commitment to ethical farming and production ensures that we optimally meet our high standard of humane camel husbandry practices and deliver a managed supply of quality, pasteurised camel milk to meet the volumes required for growth in demand and product development.

QCamel is a proudly a sustainable, ethical camel farm, and we apply stringent, end-to-end, ethical, and organic standards throughout the entire supply chain, with the welfare and health of our camels, staff and customers at the forefront of our farming practices and production.

Lauren Brisbane, Founder, QCamel.

## 2.2.5 KEY PRODUCTS AND SERVICES

QCamel has established a strong brand and market position within Australia as the only certified organic producer of camel milk and offers a diverse range of camel milk products. Our processing and product manufacturing are performed using our FSANZ accredited processing unit, with no reliance upon contracted processing, and quality control is managed by QCamel.

### CAMEL MILK AND CAMEL MILK PRODUCTS

Our premium milk is pasteurised and non-homogenised, with a creamy body and delicious taste. As a good source of Calcium and Vitamin C, our milk is also naturally packed with Lactoferrin for fighting bacteria and healing the gut. As well as being very low in lactose and dairy allergens, suitable for lactose intolerant consumers, our Camel Milk does not contain  $\beta$ -lactoglobulin ( $\beta$ -LG), a major protein which is present in cow's milk that can trigger allergic reactions.

Our Food and Beverage products have been crafted and refined to a high standard, and our feta cheese has received accolades including the Gold Award by the Dairy Industry Association of Australia (DIAA) and Gold and Silver Awards, Cheese & Dairy Produce at the Royal Queensland Food & Wine Show.

- 1 litre
- 500 mls
- Mango and Honey Yogurt Smoothie
- Camel Milk Feta – Persian Feta with Sun-Dried Tomatoes & Basil – Received gold and silver accolades from the Dairy Industry Association of Australia and the Royal Queensland Food & Wine Show.
- Dried Camel Milk Powder 200g (reconstitutes to 2L camel milk)
- Chocolates (Praline, Macadamia Praline and Lemon Myrtle Praline)





## SKINCARE RANGE

The QCamel Skincare range is our culmination of years of research into the therapeutic benefits of Camel Milk, both in the body and on the skin.

In 2020, QCamel finalised a five-year R&D Project concentrating on fresh organic camel milk (not powdered milk), healing essential oils and powerful Native Australian Botanicals with healing properties culminating in the development Camel Milk Skincare (8 products) and the launch of QCamel Skincare Australia – with an initial quantity of 4000 items for sale. The skincare range has received positive customer feedback, with anecdotal evidence highlighting the benefit on acne, skin irritations and dermatitis and burns caused by radiation.

Our products are produced at European Union (EU) and Therapeutic Goods Administration (TGA) Standards ensuring each product meets skincare standards, with QCamel commencing the process to secure TGA approval in 2023, and EU approval (Regulation (EC) No. 1223/2009 on Cosmetics Products, among other regulatory approvals in other markets, in

readiness for export. The potency of camel milk in skin care comes from its naturally occurring Alpha Hydroxy Acids (AHAs), Immunoglobulins (IgGs) and vitamins and minerals. This structure enables it to deeply penetrate the dermis and epidermis layers to reduce oxidative stress, promote collagen production and heal the skin. Each of our QCamel Skincare products is further enhanced by individual native Australian botanicals, specifically chosen for their restorative properties.

No Sulphates | No Parabens | No Toxins | Cruelty Free

- Waratah Day Cream (50g)
- Kangaroo Paw Flower Night Cream (50g)
- Rosella Cleansing Cream (50g)
- Emu Apple Face Mask (30g)
- Melaleuca Snow Flower Skin Lightening Face Mask (30g)
- Lilli Pilli Hand Wash (250g)
- Lemon Myrtle Hand & Nail Cream (50g)
- Kakadu Plum Lip Balm (5g)



## FARM TOURS

QCamel opens its farm gates to offer 1-5 scheduled experiences a week. From community groups to international and local visitors from across Australia, people visit QCamel for an opportunity to experience our happy camels, who each respond to their name, roaming with their young and interacting as a herd in their natural environment – while overlooking the splendour of the Heritage Listed Glass House Mountains.

As an ethical farm and dairy, we embrace every opportunity to teach and share information about the importance of ethical Farming and camel husbandry, the practice of environmental and sustainable farming and the high need for human trust by camels. We encourage people to show kindness to the camels, who love a human hug – and take a moment to observe the natural and calm process of milking. We provide our guests with a choice of local & organic foods, beverages and QCamel products while getting to know our qualified and passionate team and family.



## FUTURE PRODUCTS

**TGA Approved Skincare for rapid skin healing – radiation dermatitis and acne**

### Biotechnology and Nutraceuticals

The biotechnology sector represents a strong commercial opportunity for QCamel with the potential to deliver greater returns, for a fraction of the milk.

The nourishing composition of camel milk makes QCamel's biodynamic dairy product highly sought after, particularly by natural medicine suppliers, food retailers, health brands, beauty companies and consumers seeking better health.

QCamel will commence the extraction of probiotics from camel milk in partnership with a leading nutritional ingredients company, and a probiotic manufacturer – which will give QCamel the opportunity to innovate new products supplemented with additional probiotics.

## 2.2.6 INDUSTRY GROWTH AND COMPETITIVE ADVANTAGE

### CAMEL MILK INDUSTRY GROWTH

The camel industry globally has experienced growth and transformation, with the increase in camel milk products driven, in most part, by the changes in consumer preferences and the spotlight on the nutritional properties of camel milk for health and wellbeing.

QCamel operates within both, the global **Camel milk products** market, which is valued at USD 18.3 billion by 2027, an increase from USD 1.5 billion in 2017, and is predicted to continue to grow at a compound annual growth rate (CAGR) of 6.8%<sup>1</sup> and the global **Processed Camel Milk** market, valued at USD 1.3 billion in 2022 and is expected to grow to USD 1.8 billion by 2029 with compound annual growth rate (CAGR) of 4.4%.<sup>2</sup>

Australia is recognised as having the world's largest wild population of dromedary camels. Australian camels are the only disease-free camels in the world. All camels in the rest of the world are subject to a variety of diseases and camels in the Middle East, Asia and on the Silk Road are subject to MERS virus. Australian camels, due to our strong biosecurity laws, are disease free. There are fewer than 10 commercial camel dairy farms in Australia, and of these, QCamel is proudly the only 'certified' organic dairy.

Australia's commercial camel industry is experiencing growth, in part due to the disease-free reputation of Australian camels, and the demand for camel milk, meat and milk products – driven by increasing consumer awareness of the known beneficial properties of camel milk.

<sup>1</sup> <https://www.grandviewresearch.com/industry-analysis/camel-milk-products-market>

<sup>2</sup> <https://www.themarketreports.com/report/global-processed-camel-milk-market-by-manufacturers-regions-type-and-application-forecast>

## CAMEL MILK MARKET GROWTH DRIVERS

Key drivers bolstering the growth in demand for camel dairy products include.

- Growing consumer awareness of the nutritional profile of camel milk.
- The increasing shift among consumers to wellness, health and ethical standards – and an increasing preference for healthier and functional food products and alternative dairy options.
- The increasing population of lactose-intolerant individuals and people with auto-immune and chronic health conditions.
- Increased disposable income in emerging and untapped markets such as Asia.
- Rising adoption of camel milk among the diabetic consumers owing to its low sugar content.
- Increased research and knowledge of the hypoallergenic and positive effects of camel milk on chronic conditions including Diabetes Mellitus Types 1 & 2 and autoimmune disorders, skin and tissue repair, gut health, and autism spectrum disorder, among other chronic conditions.
- Increased diversification of product to secure increased profit margin and to cater to consumer demands for a range of products.
- Increase online channel distribution resulting in the increased demand in chilled distribution.



## INDUSTRY GROWTH

'White Gold' – health properties of Camel milk

Camel milk, known as 'White Gold' – is recognised for its nutrient-rich, antimicrobial, highly digestible, anti-inflammatory, low in fat, low in lactose, immune supportive and antioxidant properties. It is abundant in health-beneficial substances, such as bioactive peptides, a protein known as lactoferrin, mono and polyunsaturated fatty acids.

As well, it contains three times the amount of vitamin C, when compared to cow's milk, and is rich in vitamin D and B vitamins (including B1, B2, B12 and niacin), and minerals like calcium, magnesium, and zinc. Camel Milk contains a naturally occurring A2 beta-casein, a protein, which is easily digestible.

Research and anecdotal evidence into the potential benefits and application of camel milk in health is gaining interest world-wide, with recognition of properties of camel milk and its role in supporting and improving a range of chronic conditions for individuals.





Skin recovery after radiation therapy by using Qcamel Skincare - Source QCamel

Camel milk is recognised for its positive impact on individuals with the following conditions.

- **Asthma**
- **Immunity** (Camel milk contains immunoglobulins and lysozymes, shown to support the immune system and protect against infections).
- **Gastrointestinal conditions** – improved lactose tolerance and easy digestion.
- **Diabetes Mellitus Types 1 & 2**
- **Autism Spectrum Disorder (ASD)** – improved behaviour and social interaction due to its neuroprotective properties.
- **Acne and chronic skin conditions** – topical application for skin conditions like eczema and psoriasis, and acne as it is reported to have anti-inflammatory, anti-microbial, soothing, and moisturising properties.

**Oncology**, including radiation-related health issues-camel milk contains unique proteins, and some studies have looked at specific proteins that may have anticancer properties. For example, lactoferrin, a protein in camel milk, has been studied for its potential effects on cancer cells. Additionally, radiation can damage tissues and camel milk may repair and regenerate skin tissue.

### Camel vs cow

**Camel:** low in lactose and casein; high in unsaturated fatty acids; easy to digest; high in calcium, protein and antioxidants; low in cholesterol; low in saturated fats; 3X more vitamin C, easy to digest, 10X more iron; high in vitamin A, B, D & E, immunoglobulins

**Cow:** High in saturated fats, high in cholesterol; high in lactose and casein; not easy to digest.

Camel milk is one of the most nutritious dairy beverages, which includes a pharmacy of naturally occurring ingredients.

Camel Milk contains a pharmacy of Nutraceuticals such as bioactive molecules, protein compounds, enzymes, collagen peptides, omegas, probiotics and postbiotics, lactoferrin, nano bodies and a naturally occurring insulin. All of which are highly sort after by natural health and pharmaceutical companies world-wide.

The global growth in biopharmaceuticals and the transformation by leading health and nutrition providers to innovate natural solutions, coupled with the increasing body of research and knowledge of the beneficial properties contained within camel milk – represents a significant opportunity for QCamel and our strategic pathway for the next phase in our Company growth.

The global Nutraceuticals market was valued at \$413.0 billion in 2020, and projected to reach \$650.5 billion by 2030, registering a CAGR of 3.9% from 2021 to 2030.<sup>3</sup>

### Biotechnology represents a strong strategic commercial opportunity for QCamel.

For the past 2 years, QCamel has added to its strategic focus to the growing Nutraceuticals market, that is, in partnership with a leading Biotechnology company, QCamel will create products which are categorised under food but are also used for medicinal purposes – and are made from camel milk and camel milk extracts.

The nourishing composition of camel milk makes QCamel's biodynamic dairy product highly sought after, particularly by natural medicine suppliers, food retailers, health brands, beauty companies and consumers seeking better health.

### We've started the journey of innovating camel milk derived Nutraceuticals.

QCamel has developed a relationship with a leading company to discover and test camel milk probiotics, and with experience to obtain functional ingredients and elaborate natural health products. Previous collaboration with our partner, provided significant molecules for production with one of Australia's largest health companies and producer of natural medicines, who has a significant interest in products provided by QCamel.

Robust camel genetics in Australia and the fact that QCamel produces certified organic milk utilising nutritional organic feed, good soil, and strong local biome makes QCamel Camel Milk a highly beneficial source of these products for the health industry.

<sup>3</sup> <https://www.alliedmarketresearch.com/nutraceuticals-market>

## HOW QCAMEL DIFFERS

Within Australia there are fewer than 10 commercial camel dairies.

### QCamel is proudly the only producer of 'certified' organic fresh camel milk in the world.

- We are NOT the largest camel dairy in terms of camel stock numbers, but we certainly have one of the largest properties for grazing camels in a lush subtropical environment with a larger than average rainfall even in drought.
- With our knowledge and research of camels coupled with advice from Australia's leading camel veterinarian, herd numbers in one location should be limited to ensure safe herd numbers for the health and wellbeing of the herd and continual production results. Camels are the most evolved land mammal on earth and require herd management with a matriarchal focus like elephants. As such, our camels are treated as partners in our business and we know each of our camels by name & face, and their lineage is strictly detailed to prevent cross genetics.
- We operate under a strong focus of animal ethics, sustainability, and the circular economy. We only produce volumes of milk to sustainably grow our market position in line with increasing consumer demand, and our strategic objectives.
- While other camel market players in Australia offer milk and a range of camel milk products – and agritourism, QCamel places the utmost

importance on the health and wellness of our camels, our staff, guests, consumers, suppliers, and the wider community. We do not offer camel rides nor slaughter non-productive cows and retired milkers – young bulls (surplus to our needs), are trained to be sold to small farms for environmental purposes which ensures a greater return financially for those camels and our commitment to the Australian environment.

- Camel welfare remains at the centre of our operations, and the health of the consumer remains at the centre of our purpose for operating, we take every opportunity to educate all our visitors how we achieve this – and importantly, why we do what we do.
- In keeping with QCamel's origins to better human health through giving as many individuals as possible access to the nutritional profile and benefits of camel milk, we have since remained steadfast on our strategic goal of health and innovation to achieve this, maintaining a high standard of ethical but efficient production.
- Our commitment to health is founded on the certification of our organic milk, and products, our skincare range, and now – QCamel is raising funds to catapult the Company forward to its next stage, to create a tangible and positive impact within the health industry, globally – through increased product innovation, therapeutic grade skincare, and biotechnology.

**This is how we at QCamel believe we differ.**



## 2.2.7 OUR BUSINESS AND REVENUE MODEL

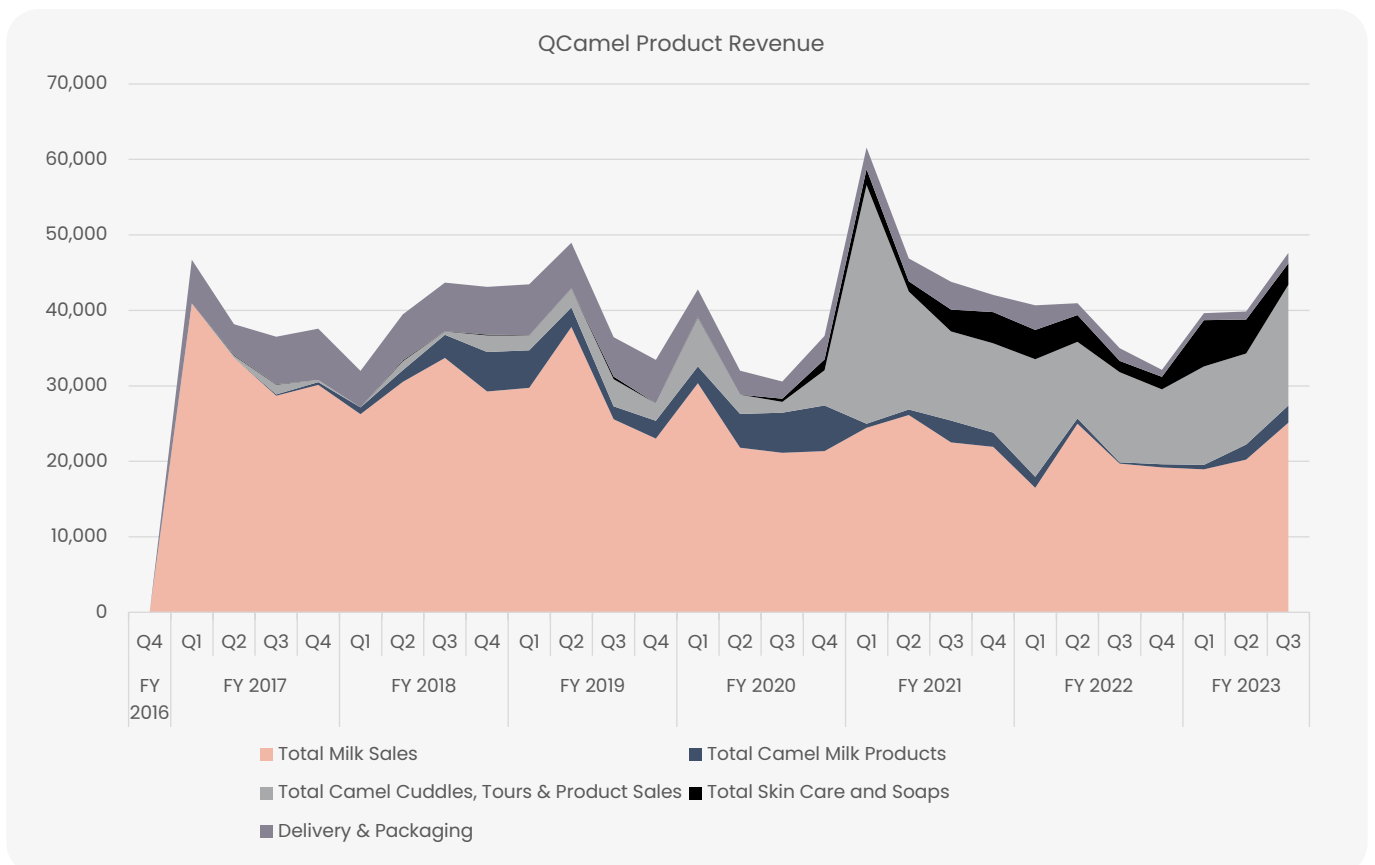
QCamel currently has three core revenue streams, targeting the Australian market, including the sale of certified organic camel milk, camel milk products including skincare, and farm gate tours.

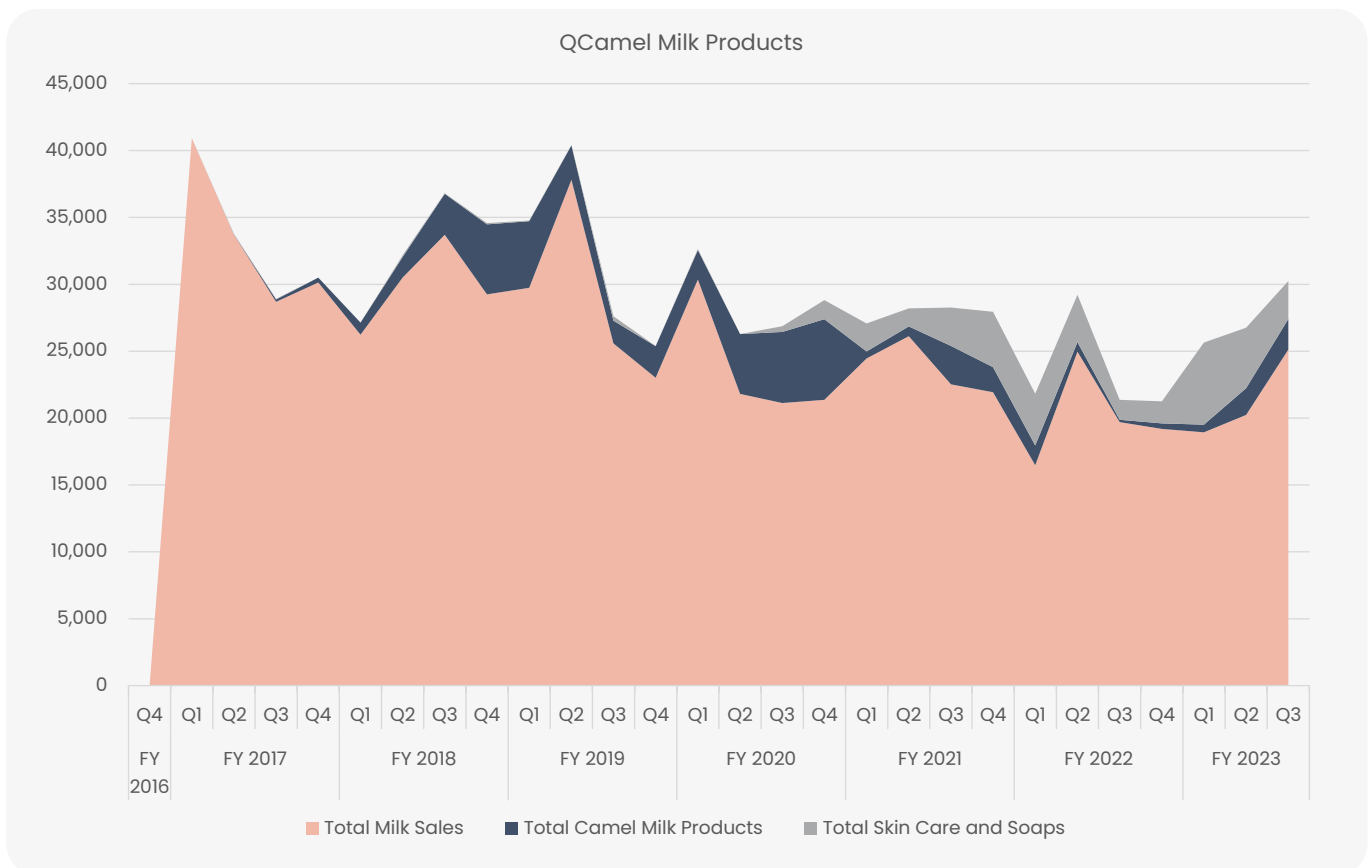
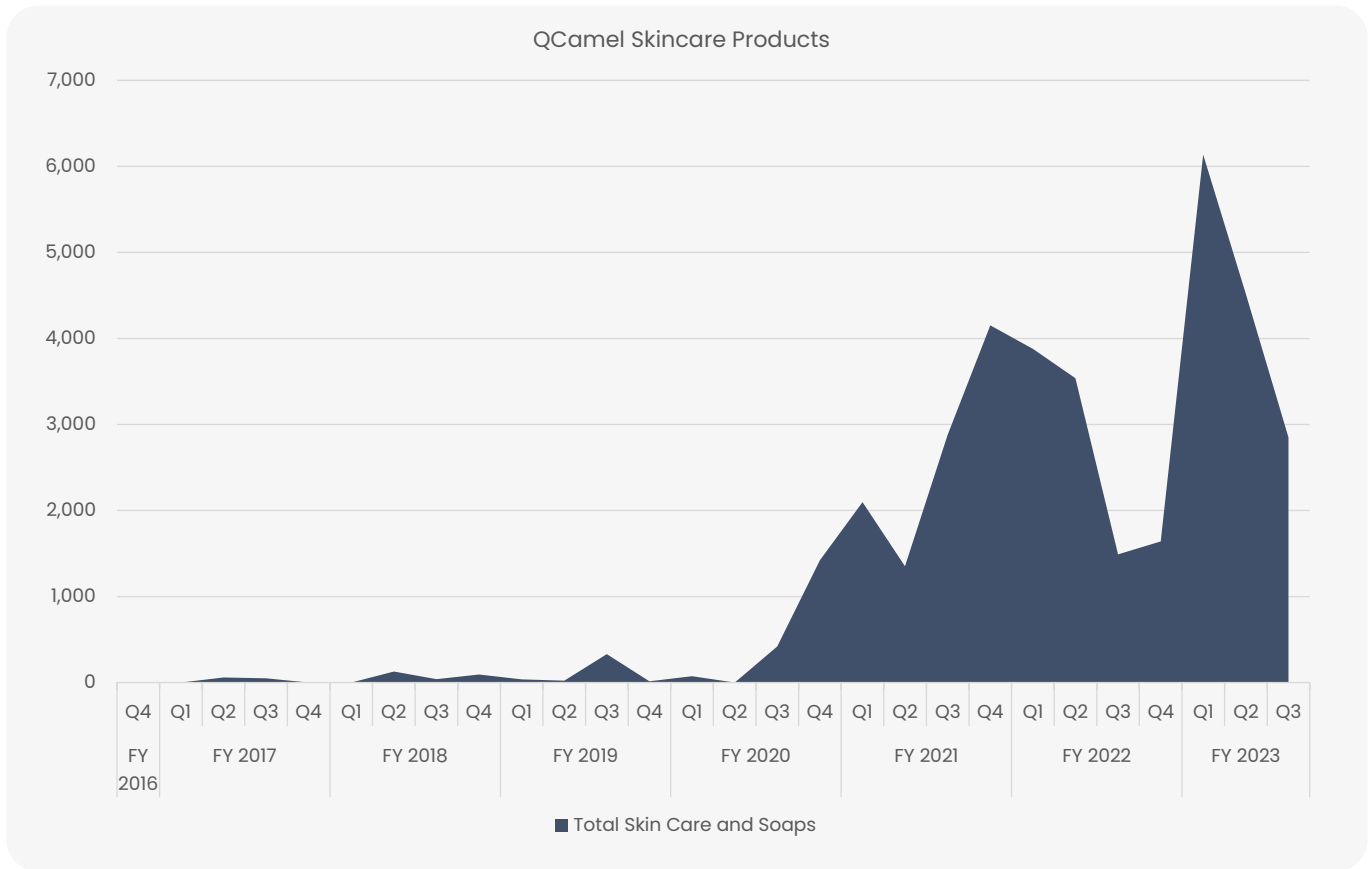
1. Sale of milk, and milk products direct to the consumer via online sales (Qcamel.com.au)
2. Distribution of milk, and milk products to supermarkets and health stores: operating a network of 60 supermarkets and health stores, such as Harris Farm Markets, Flannerys, Super IGAs, independent health food stores.
3. Farm gate tourism – operating 1-5 tours a week attracting international and local visitors, schools and community groups.

QCamel’s current annual sales volume is 10,000L per annum moving to 40,000 L/annum in late 2024. As a result of hard work to grow our brand, our price per litre averages \$20 per Litre nationally with a retail price above \$25 per litre.

### REVENUE GROWTH

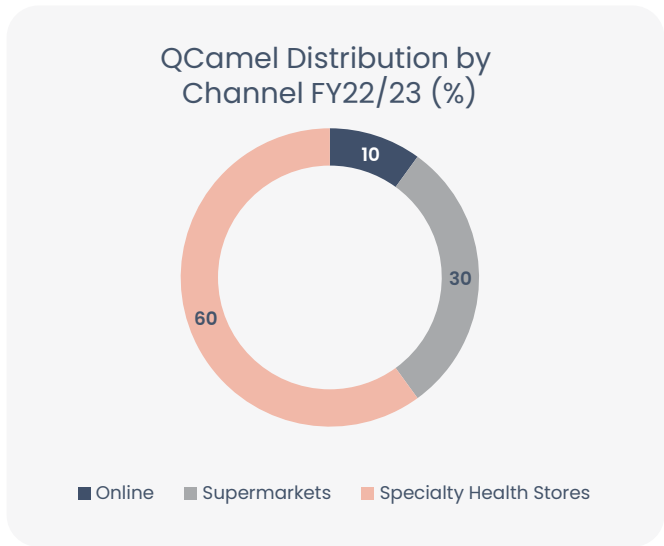
QCamel has achieved growth of its certified organic milk, and strong growth of its skincare range and milk product range since launch and since COVID-19. The Directors are committed to achieving continued growth through entry to other markets in addition to growing our channels within Australia, biotechnology product development and dedicated marketing to building our skincare distribution.



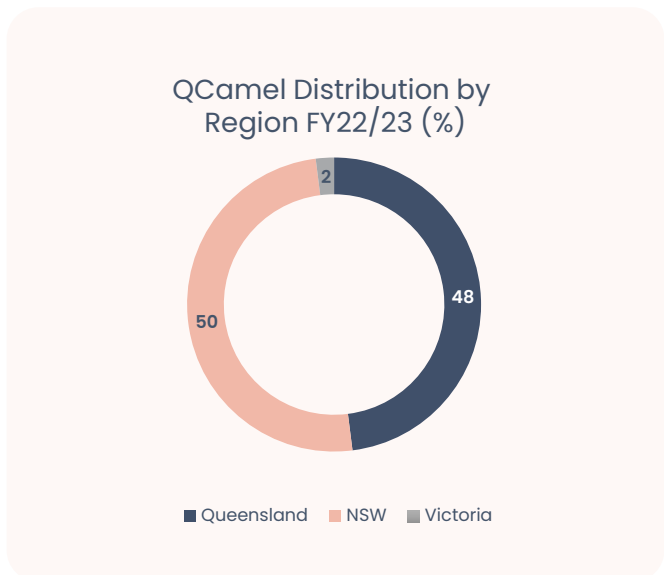




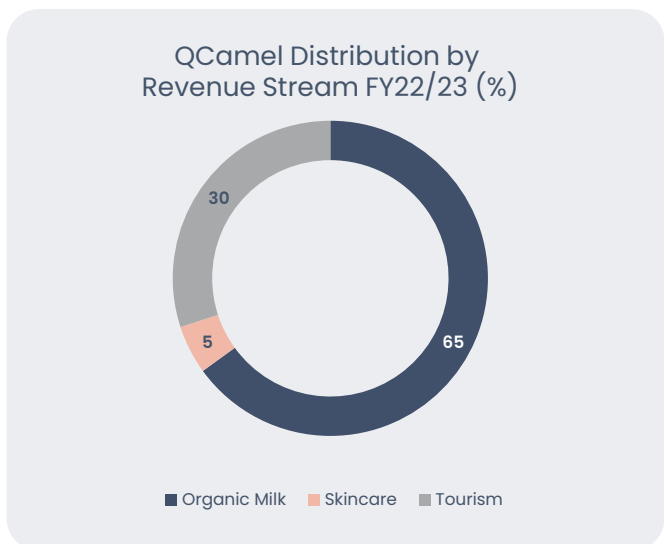
In FY22/23, specialty health stores represent 60% of QCamel's distribution and sales with online 10% and supermarkets 30%.



In FY22/23, NSW (50%) and Queensland (48%) represented key markets for QCamel sales, with Victoria representing 2% of QCamel sales.



In FY22/23, the sale of organic milk represented 65% of revenue, tourism representing 30%, and skincare representing 5% of QCamel revenue.



## QCAMEL IS READY TO EXPAND OUR BUSINESS AND REVENUE MODEL

- QCamel's current annual sales volume is 10,000 L/annum, with the purchase of additional stock during 2023 we are on track to produce 40,000L/ annum by end 2024.
- QCamel maintains 110 animals, with sufficient space to double its stock in collaboration with Sunshine Coats landowners. Additionally, QCamel has access to a further 400 camels on a biodiverse farm, if required.
- As a result of hard work to grow the QCamel brand, our price per litre has now surpassed \$20 nationally and by supplementing our milk with eight probiotics as part of our planned product innovation, in partnership with a leading biotechnology company, we anticipate this amount to increase, in addition to the opportunity to export our products.
- At present, QCamel's sales are within Australia, as the Company prepares the dairy for expansion – to export. As part of the requirement, QCamel will obtain specific export accreditation.
- As part of our expansion QCamel will increase milking capacity on the farm with the additional infrastructure, already purchased. Increasing necessary farm and fencing infrastructure for farm efficiency and to lower operating costs.
- Our expanded business model, encompassing our planned development of probiotics, will be based on innovating, and increasing our own range of products, incorporating the manufactured probiotics derived from QCamel's certified organic milk.
- This nutraceuticals, ingredient-food strategic development has the potential to boost our "supplemented milk" sales for use in skincare products. This is important and presents the potential as a valuable revenue stream.
- QCamel is committed to the innovative expansion of its skincare range, and while we have designed and produced our skincare to meet European Union (EU) and Therapeutic Goods Administration (TGA) standards, we plan to do trials to apply for TGA certification for use of our products for acne, a range of skin conditions and radiation dermatitis, as well as commence the steps to secure EU approval (Regulation (EC) No. 1223/2009 on Cosmetics Products) and other regulatory approvals required for market entry.
- QCamel will also launch an international e-commerce site, to allow for international growth of our skincare to both national and international markets utilising our international social media channels.
- QCamel plans to grow its market share of the 'organic' camel milk market within Australia and through export channels in Asia through growth of channel distribution to supermarkets and specialty health stores.

## MANUFACTURING

All manufacturing is under strict Quality Assurance Programs.

In 2022, QCamel ceased contract manufacturing with the objective to manage its end-to-end supply chain, in line with our quality assurance framework, meeting FSANZ standards in-house. As such, we obtained single use of an FSANZ accrediting process unit, and upscaled our operations via the purchase of equipment from another market player. Our operations today, span two locations, with our manufacturing separate from the farm, including the pasteurisation, product manufacture and packaging performed at our factory in Maleny, Queensland. National cold-chain logistics is outsourced with distribution Australia-wide reach and ensures that our products adhere to FSANZ quality standards during shipping, and door to door delivery.

Our chocolates are a result of a collaboration between QCamel and Kokopod Chocolate. We produce the only camel milk pralines in the world.

Our skincare range uses QCamel milk and is manufactured by Brisbane based contract manufacturer with all ingredients individually developed to EU cosmetic standards.

### Accreditation and Certifications

- Safe Food Production Queensland Accreditation Dairy Farm 123585000
- Safe Food Production Queensland Accreditation Dairy Processor 123585001
- Southern Cross Certified Organic Certification No: 21087
- Member of Food and Agribusiness Network Sunshine Coast
- Member of Visit Sunshine Coast
- Halal Accredited



**Certified Organic**  
Cert. No. 21087



## MARKETING

We've built strong brand awareness.

Since 2014, QCamel has cultivated a positive reputation and generated awareness of its products, its ethical approach to camel husbandry and farming framework and practices, among consumers.

Growing the brand has been a core focus, with QCamel featured in more than 20 popular TV programs, magazines, and advertising campaigns, such as Better Homes and Gardens, Totally Wild, Women's Weekly and Qantas Magazine. We have built a strong social media presence, with QCamel's Head of Public Relations, Yasmin Brisbane, together with the farm's camels, attracting a following of more than 550,000 on TikTok, with over 11M views on regular posts showcasing the farm. The demographics of which gives us a great insight into potential international customers.

### QCamel Media Appearances

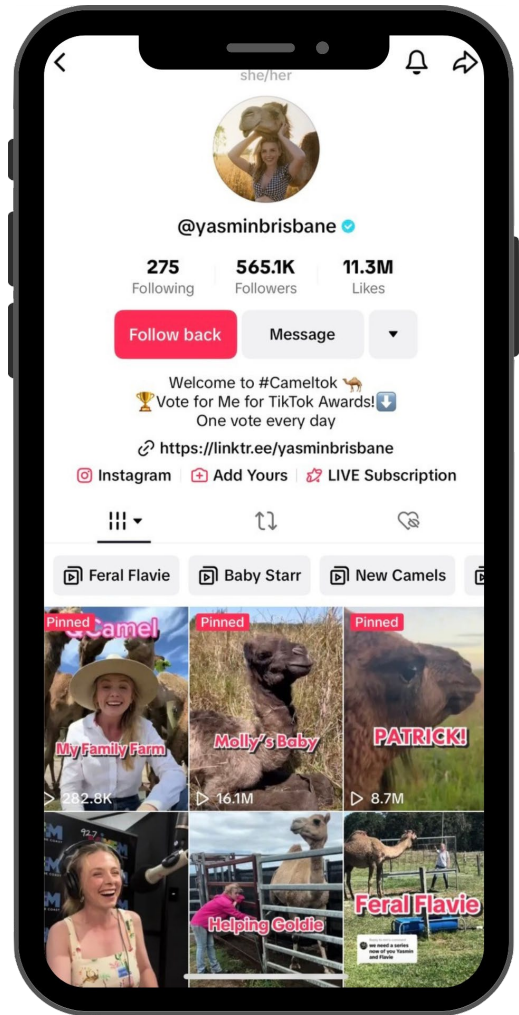
- Totally Wild
- Scope TV
- Vice News HBO
- My Way (Channel 9)
- Better Homes and Gardens (Channel 7)
- Tiktok Sparks Good Campaign (Print, Billboards, TV, Cinema, Online, Social Media)
- QLD Government "Make It Great Campaign" (Billboard, TV, Online, Social Media)
- Several news and breakfast programs (ABC Mornings, Channel 10, Channel 7,9 news)
- The Great South East (Channel 7)
- QWeekender (Courier Mail Magazine)
- Camelid Connections (Magazine)
- Women's Weekly (full page story on Lauren)
- Landline x2 (ABC)
- Several segments on radio for ABC
- Qantas 'Spirit of Australia' Magazine, front page and 2 pages inside.

### Social Media Handles

www.facebook.com/qcameldairy - 3.2K Followers  
www.instagram.com/qcameldairy - 4.7K Followers  
www.tiktok.com/yasminbrisbane - 540K Followers 10.1M Likes  
www.youtube.com/qcamel - launched in advance of development of a video series.

### Future Marketing activities

- Rebrand/repackage and relaunch Skincare line (post- crowdfunding)
- Upgrade Skincare website to Shopify (post- crowdfunding)
- Launch international Shopify e-commerce
- Part of Queensland's Sunshine Pantry Media Launch (end of 2023)
- Launch of YouTube video series



## 2.2.8 BUSINESS STRATEGY

QCamel has established and scaled its operations – in readiness of export and the increase of demand, for the Company’s camel milk – in Australia, and new markets soon. We continue to rigorously protect and uphold QCamel’s accreditation and position as the only ‘certified’ organic milk in the world, through the continuous improvement of our operations, training of our staff and quality assurance monitoring. We are proud of the ethical dairy and manufacturing that we have built, and the traction that we have achieved in growth and awareness and are now ready to propel.

QCamel’s strategic focus is now in three key areas: certified organic milk products; skincare; and probiotics.

QCamel is raising funds to support the strategic growth of the Company and to achieve key activities planned for the next 24 months.



### 1. Certified Organic Milk Products

QCamel is focused on the growth of its Australian customer base and entry into international markets.

- QCamel is currently building both its on-line and retail customer base beyond the East Coast of Australia to Australia-wide, working with refrigerated door to door delivery service.
- QCamel is also currently in the first stages of completing export accreditation with the Department of Agriculture, Fisheries and Forestry (DAFF) and will begin sales into Singapore and the ASEAN early in 2024. As the World’s only Certified Organic Camel Milk this gives us a distinct advantage in the organic industry.

### 2. Skincare

QCamel will move forward with a two-pronged approach to marketing QCamel Skincare Australia.

- On-line world-wide marketing campaign through Shopify with a highly successful Australian-based on-line marketing company
- Regulatory trials through the Therapeutic Goods Administration (TGA) for approval for use for specific skin conditions such as acne, mild skin irritations and radiation dermatitis (burns). Good results will provide an avenue into the Pharmacy market.

### 3. Probiotics

- QCamel, in partnership with a leading Australian ingredients provider and laboratory team, who develop nutritional molecules for the health industry – has commenced the development of a range of bi-products for the Australian and international health market, including the extraction and compounding of probiotics. The commercial opportunity may have application not only in health products for humans, but also the natural products market for animal health.

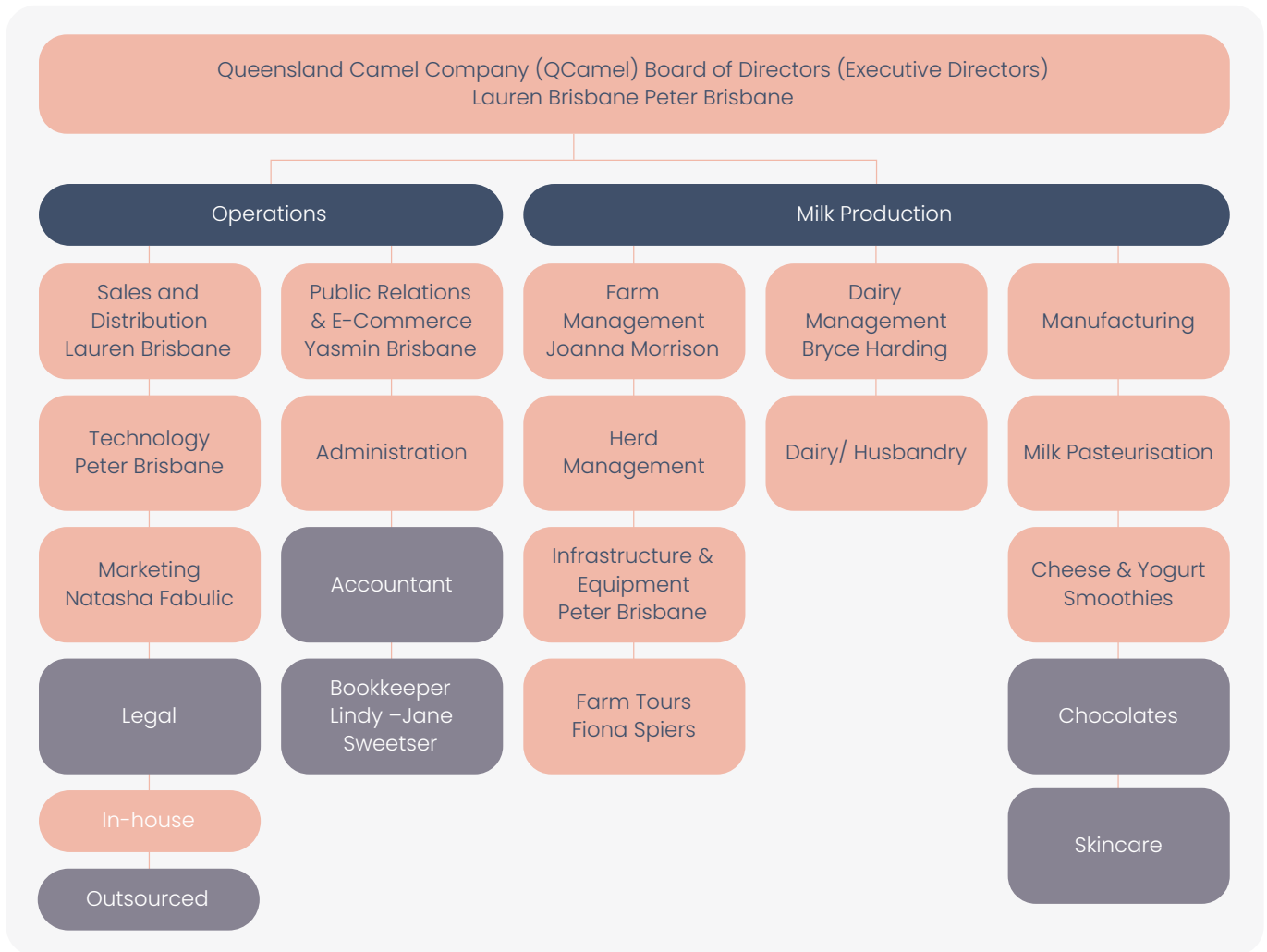
## QCAMEL STRATEGIC ACTIVITIES 0-24 MONTHS

- Secure export accreditation for Asia, then USA and Europe.
- Commence export of certified organic milk products
- Launch of e-commerce website (Shopify) and marketing to build international sales.
- Expand operational area, infrastructure for growth on farm & improve Farm Gate operations.
- Skincare Rebrand, repackaging and dedicated marketing.
- Extract probiotics from QCamel Milk for manufacture
- Regulatory approvals – Therapeutic Goods Australia (TGA) and European Union (EU) (Regulation (EC) No. 1223/2009 on Cosmetics Products)
- Uplift of QCamel Technology – software integration across Company
- Move to compostable bottles away from recycled packaging.



## 2.2.9 ORGANISATIONAL STRUCTURE

**FIGURE 1: ORGANISATIONAL STRUCTURE**



As shown in Figure 1, Lauren Brisbane and Peter Brisbane are full time Executive Directors of QCAMEL, responsible for the strategic management and operations of QCAMEL and its staff. Lauren Brisbane is also responsible for sales and distribution partnerships; Yasmin Brisbane is a Senior Manager responsible for Public Relations & E-commerce; and Natasha Fabulic is a Senior Manager, responsible for Marketing.

## 2.2.10 LEGAL OR DISCIPLINARY ACTIONS AGAINST THE COMPANY

There are no legal or disciplinary actions against the Company at the time of publishing the Crowd Sourced Funding Offer Document.



## 2.3 CAPITAL STRUCTURE

### 2.3.1 ISSUED CAPITAL

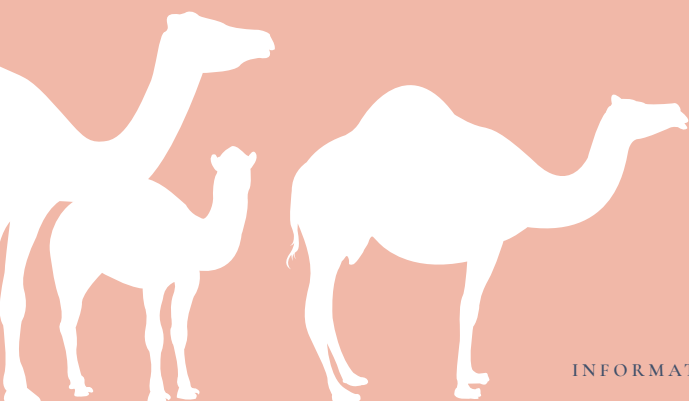
As at the date of this CSF offer document, the Company has 5,000,000 Ordinary Shares on issue. As set out in Table 2 below, the shares are held by the Company's Executive Directors, Mr Peter Brisbane, and Mrs Lauren Brisbane. The table below illustrates the change in the shareholding if the Minimum Subscription and the Maximum Subscription amounts are met.

TABLE 2: CHANGE IN SHAREHOLDING ON CLOSE OF OFFER.

PRE-RAISE SHAREHOLDING				POST-RAISE SHAREHOLDING			
Name	Share Type	Number of Shares	% Share-holding	Minimum Subscription \$200,000		Maximum Subscription \$1,500,000	
				\$200,000	% Share-holding	\$1,500,000	% Share-holding
Mr Peter William Brisbane*	Ordinary	2,500,000	50.00	2,500,000	48.08%	2,500,000	38.46%
Mrs Lauren Jane Brisbane*	Ordinary	2,500,000	50.00	2,500,000	48.08%	2,500,000	38.46%
CSF Offer Shares	Ordinary	0	0.00	200,000	3.85%	1,500,000	23.08%
<b>Total</b>		<b>5,000,000</b>	<b>100</b>	<b>5,200,000</b>	<b>100%</b>	<b>6,500,000</b>	<b>100%</b>

#### Rights associated with Ordinary Shares.

As at the date of this Offer, the class of shares on issue are ordinary shares. The rights and liabilities associated with the ordinary shares are set out in the Company's constitution. A copy of the Company's Constitution is available on the Intermediary's platform. A more detailed description of the rights and liabilities associated with the ordinary shares is set out in section 3.3.



## 2.3.2 DEBT FUNDING AND OTHER SOURCES OF FUNDING

### Director loans

To date, our activities have been primarily funded by the Company's founding shareholders (Peter and Lauren Brisbane). A non-current loan of \$592,000 will not be expected to be paid until a future date. No proceeds from the Crowd Sourced Funding raise will be directed toward payment of the loan.



### 2.4.1 OUR DIRECTORS AND MANAGEMENT

#### **Peter Brisbane**, CO-FOUNDER AND DIRECTOR

Peter Brisbane along with his wife Lauren funded their study on the camel industry in 2009, Camel in Queensland – Opportunities for Diversification.

Initially Peter took a back-role handling finances and managing maintenance & equipment purchases. Peter is now fully immersed in the day to day running of the farm, finance, and future proofing QCamel through realistic operational analysis, forecasting, digital compatibility, farm operations and human resources.

Peter is a highly skilled mining engineer with a Degree from Sydney University. With 40 years' experience covering all facets of coal mining operations within all the major coal mining regions in Australia. mining operations in the U.S. around the world and other forms of underground mining. Peter has held senior operational and technical roles at both site and corporate level. Peter has been involved in a diverse range of consulting activities, including strategic studies, technical audits and due diligence and mining studies ranging from Pre-concept through to Feasibility and being responsible for building a world class underground coal mine in Central Queensland.

Peter provides support for operational planning, reserve optimisation plant maintenance studies, equipment and mining method analysis, contract preparation and tender assessment.





### **Lauren Brisbane, CO-FOUNDER & DIRECTOR**

Lauren has worked in agribusiness in Queensland for the past 25 years and has worked in the camel industry in Australia for the past 17 years. Lauren is passionate about the development of the camel industry as an alternate pastoral industry in Australian rural industries and its development throughout Indigenous Australia and developing a world class camel milk and camel milk byproduct industry. Her expertise extends to camel dairy development, husbandry, breeding, land management, co-grazing, milk production, value add product development, tourism, market development, sustainability, and organic and ethical production. She wrote and published a two-year study in 2009 *Camels in Queensland- Opportunities for Diversification*. Lauren has held key roles in shaping the Australian Camel Industry

- Chair and a founding member of the Australian Camel Industry Association in 2010 – 2017.
- Advises both Federal and State Governments on the development of the camel industry in Australia and Non-Government Organisations (NGO's) on industry matters.
- Only industry member on the Australian Feral Camel Management Project
- Queensland Board Member for Australian Women in Agriculture from 2010 – 2012.
- Board Member from 2018 to 2021 of Australia's largest Agribusiness Cluster Group - the Food and Agribusiness Network (FAN).

Member 2019 – 2023 of the Community Reference Group that successfully endorsed and entered the Sunshine Coast Queensland as a UNESCO Biosphere 2022.



**Yasmin Brisbane**, PUBLIC RELATIONS & E-COMMERCE MANAGER

Yasmin has been a part of QCamel since its inception in 2014. Yasmin is the face of QCamel and is also the Public Relations & E-Commerce Manager for the company. Her innate understanding of media has assisted QCamel in gaining National and International recognition on every network in Australia on shows such as Landline, Better Homes and Gardens, Scope Channel 10, Escape from the City, My Way Channel Nine, HBO USA and numerous print media.

She has a BA from University of Queensland majoring in Literature and Film and Television Studies. She has a Diploma of Screen Media through the New York Film Academy on Gold Coast and was an intern at the Warehouse Workshop on the Gold Coast. Yasmin's understanding of digital social media and algorithms has helped make her a force on TikTok, where she teaches people about camels and ethical management. She is a verified social media star, has over 550,000 followers and has more than 11 million likes world-wide.

Yasmin is currently one of the faces of the national TikTok Sparks Good Campaign on TV, online, billboards and cinema. In November 2023, Yasmin was nominated for the TikTok for Business Award.

She has been coached on screen by film and television experts including Kristy Sexton from Hollywood, Thea McCloud, Ben Parkinson, Bud Hopes, Tom McSweeney, and Dave Hopes. And appears in national television advertisements..

**Natasha Fabulic, MARKETING MANAGER**

Natasha is responsible for QCamel's marketing. With significant experience in digital marketing, Natasha held roles such as Compaq Computer's first Website Production Digital Marketing Manager when Compaq launched its inaugural online store in 1999.

With email emerging as a communications tool, Natasha developed Hewlett Packard's award winning "Technology at Work" eNewsletter. For twenty years, as Program Manager & Chief Editor, of Natasha delivered targeted IT product information, news, and commentary to 6 million readers globally in 13 languages.

Recognised as a digital marketing expert, Natasha has a passion for helping, educating, and supporting clients as they develop strategic digital marketing plans. She has featured as a keynote speaker for Compaq & Hewlett Packard development forums, providing enlightening, exciting & encouraging insights, & encouraging marketers to embrace the digital medium.

Natasha is a designer at heart with a degree in Visual Communications from The University of Technology, Sydney, and a Masters of Design (Digital Transformation & Creative Intelligence). She is a staunch supporter of customer focused targeted content and has proven track record of helping brands build a strong presence.

## 2.4.2 LEGAL OR DISCIPLINARY ACTIONS

There are no legal or disciplinary action against any Directors or senior management at the time of publishing the Crowd Sourced Funding Offer Document.

## 2.5 RISKS FACING THE BUSINESS

An investment in Queensland Camel Company Pty Ltd should be seen as high-risk and speculative. A description of the main risks that may impact our business is below. Investors should read this section carefully before deciding to apply for shares under the Offer. There are also other, more general risks associated with the Company (e.g., risks relating to general economic conditions or the inability to sell our shares).

TABLE 3: MAIN RISKS

RISK	DESCRIPTION
<b>Future Funding Needs</b>	The Company is in the process of raising funds to achieve its strategic business objectives for the next 12-24 months. The Company cannot guarantee the availability of funds in the future, or that the funds will be available on favourable terms. If we are unable to raise these funds, it could adversely impact the Company's business and prospects. The Company's strategic objectives may require more capital in its current phase to effectively achieve stated activities and plans, particularly if only Minimum Subscription is secured. The Company's value may be materially affected if the required additional funding is not available. To mitigate the risk, the Company may need to scale back planned activities outlined in the Offer Document, and may need to source Federal and State grants, with which the Company has been successful previously.
<b>The Company may not obtain the regulatory approvals required to sell its product</b>	The Company has not yet applied or received regulatory approval to sell our product in any overseas jurisdictions, nor yet applied to the Therapeutic Goods Administration (TGA), Australia's regulatory approval authority for approval. Our growth strategy depends on obtaining approvals from the relevant regulatory authorities. There is no guarantee that we will receive all necessary regulatory approvals and we cannot predict with certainty the timelines for such approvals, or whether other requirements may be imposed by regulatory authorities. To mitigate the risk, the Company has employed a consultant with the skills and knowledge to prepare the export framework and application for approvals in line with Government requirements.
<b>The Company may not retain its certification as organic.</b>	The Company needs to periodically re-apply for its certification as organic and its food safety accreditation. There is no guarantee that certification will be given which may impact the Company's business and reputation. To mitigate the risk, the Company implements rigorous quality assurance checks and regular monitoring to help ensure adherence to requirements.

<b>The Company is reliant on key personnel</b>	<p>The Company is reliant on several key personnel, including the Executive Directors who are working within the business. To mitigate the risk, the Company has drawn up a succession plan to support business continuity and, and all senior staff have been trained across key areas of the business.</p>
<b>The Company may experience failure of machinery</b>	<p>The failure of any manufacturing equipment could lead to the delay in supply and loss of revenue. To mitigate this risk, the Company has installed back up power supply on each site and has plans to purchase additional equipment following the raise, if successful, and has access to contract manufacturing if required.</p>
<b>The Company may be impacted by environmental conditions</b>	<p>The impact of unforeseen or prolonged environmental conditions (e.g., drought, flood, fire) on the business may have a material impact on the supply. To mitigate the risk, the Company has developed operational and safety measures to address all environmental condition risks and has demonstrated and implemented these measures on occasion as needed, with success, since establishing the business.</p>
<b>The Company may face litigation</b>	<p>The Company may be the subject to litigation due to product-recalls, incidences or harm occurring on Company sites. To mitigate the risk, all protocols within the Food Safety and Quality Assurance Framework are adhered to and regularly monitored.</p>
<b>The Company may experience failure in supply</b>	<p>The Company may be unable to supply the volume of milk required to due to camels not milking or risk of exposure to disease. To mitigate the risk, the Company employs stringent farm management practices to frequently assess and monitor the health of camels. The Company has access to over 400 breeding stock from a biodiverse farm, outside its current herd. The Company has access to the leading camel veterinarians within Australian and overseas.</p>
<b>The Company may face a drop in consumer demand</b>	<p>A drop in consumer demand can have an adverse impact on revenue and return. To mitigate the risk, the Company has developed a diverse product range of milk and milk products, and its plans to further develop innovative products within the Nutraceuticals market will allow for new revenue streams. Additionally, the Company ensures it has well implemented marketing activities which are evaluated on a regular basis.</p>
<b>The Company is reliant remove on Third Party Manufacturing for selected products.</b>	<p>The company is reliant upon several manufacturers to produce its chocolates and skincare. There are risks associated with a dependency upon third party manufacturers which may impact supply, achievement of strategic objectives or quality control. To mitigate the risk, QCamel has performed due diligence upon the selection of its manufacturers and is able to source additional manufacturers if required.</p>



## 2.6 FINANCIALS



QCamel was operated under the Brisbane Family Trust from 04/02/2014 to 20/11/2023. On the 21/11/2023 the business was transferred to an operating PTY LTD entity, Queensland Camel company Pty Ltd ACN 167 874 142, in its own right. The financials in this offer document reflect the family trust before it transitioned into a company.

Dean Rallison, Tax Counsel, Viden

**Queensland Camel Company Pty Ltd**  
As Trustee for  
**The Brisbane Family Trust**  
Trading as  
**QCamel**  
**Profit and Loss**  
October 2022 - September 2023

	<u>Total</u>
<b>Income</b>	
Income - QCamel	92.50
Camel Milk	116,851.92
Camel Soaps & Plush Toy	92.73
Camel Tours	70,905.84
Camels - Livestock	26,500.00
Delivery Charges	1,130.31
Gift Vouchers	563.63
Skincare	8,267.56
<b>Total Income - QCamel</b>	<b>A\$ 224,404.49</b>
Interest received	1.41
Sales of Product Income	4,277.74
Shipping Income	3,665.03
Unapplied Cash Payment Income	-110.00
Uncategorised Income	500.00
<b>Total Income</b>	<b>A\$ 232,738.67</b>
<b>Cost of Sales</b>	
<b>Cost of Goods Sold</b>	
<b>COS - Products</b>	
COS - Camel Canapes	983.33
COS - Camel Milk Chocolates	5.47
COS - Delivery & Freight	3,025.00
COS - Tour Expenses	8,686.23
<b>Total COS - Products</b>	<b>A\$ 12,700.03</b>
<b>Equipment Costs</b>	
Equipment R&M	1,020.64
Fuel	700.42
Hire of plant and equipment	4,357.27
Maintenance	2,077.43
Tools & Minor Equipment	2,301.31
<b>Total Equipment Costs</b>	<b>A\$ 10,457.07</b>
<b>Farm Costs</b>	17.55
Agistment	6,392.00
Buildings	2,471.55
Cleaning	1,890.00
Consumables	1,507.26
Dogs	2,861.44
Electricity	2,452.70
Fencing	2,590.51
Sundry	1,823.23
Waste Disposal	1,159.81
Yard Works	4,374.43

<b>Total Farm Costs</b>	<b>A\$ 27,540.48</b>
<b>Livestock Costs</b>	496.36
Consumables	1,639.10
Feed	46,930.37
Freight	5,660.00
Sundry	586.56
Supplements	2,902.81
Veterinary Services	3,941.59
Consultations	368.04
De-Wormer	1,093.24
Medicines	4,083.58
Sundry	669.66
<b>Total Veterinary Services</b>	<b>A\$ 10,156.11</b>
<b>Total Livestock Costs</b>	<b>A\$ 68,371.31</b>
<b>Pasteurisation</b>	421.19
Bottles, Caps & Stickers	11,079.78
Consumables (Ice, Etc)	768.72
Lab Testing	3,605.29
Packing Materials	827.57
Processing Facility Hire	10,312.31
<b>Total Pasteurisation</b>	<b>A\$ 27,014.86</b>
<b>Purchases</b>	1,367.73
<b>Selling Costs</b>	
Delivery Costs	1,028.00
Fees - Afterpay	104.57
Fees - Merchant	202.07
Fees - PayPal	1,877.06
<b>Total Selling Costs</b>	<b>A\$ 3,211.70</b>
<b>Total Cost of Goods Sold</b>	<b>A\$ 150,663.18</b>
<b>Livestock</b>	
Purchases-Livestock	1,500.00
<b>Total Livestock</b>	<b>A\$ 1,500.00</b>
<b>Manufacturing Costs</b>	100.00
<b>Total Cost of Sales</b>	<b>A\$ 152,263.18</b>
<b>Gross Profit</b>	<b>A\$ 80,475.49</b>
<b>Expenses</b>	
Credit Card Surcharges	3,464.51
Discount allowed	131.71
Insurances	2,738.79
PayPal Loan Expenses	25,291.32
<b>QCamel Expenses</b>	
<b>Business Costs</b>	
Accountancy Fees	790.91
Advertising & Promotion	1,084.00
Bank Charges	1,734.85
Consultancy/Professional Fees	-12,670.00
Fees & Memberships	3,042.48
Insurance	5,150.80
Interest on Bank Loan	18,804.50
Interest Paid	4,069.45

Legal costs	171.24
Sales & Marketing	7,687.49
Sundries	942.64
Travel, Meals & Accommodation	113.10
<b>Total Business Costs</b>	<b>A\$ 30,921.46</b>
Certification - Organic	1,640.40
<b>Employee Costs</b>	
Protective Clothing	1,308.16
Staff Amenities	73.36
Superannuation	23,701.58
Uniforms	1,142.79
Wage expenses	290,439.89
Workers Compensation	1,749.70
<b>Total Employee Costs</b>	<b>A\$ 318,415.48</b>
<b>Motor Vehicle Expenses</b>	<b>1,579.60</b>
Fuel & Oil	19,170.66
Insurance and registration	5,941.29
Maintenance & Repairs	3,352.56
Tolls/Parking	2,077.71
Tyres	671.82
<b>Total Motor Vehicle Expenses</b>	<b>A\$ 32,793.64</b>
<b>Office Costs</b>	
Bookkeeping	2,229.84
Electricity/Internet/Telephone	7,527.59
Office Expenses	338.14
Postage	1,951.01
Printing and Stationery	3,423.32
Subscriptions	2,180.73
<b>Total Office Costs</b>	<b>A\$ 17,650.63</b>
<b>Overhead Costs</b>	
Interest expense	1,535.33
<b>Total Overhead Costs</b>	<b>A\$ 1,535.33</b>
Product Development	337.60
<b>Total QCamel Expenses</b>	<b>A\$ 403,294.54</b>
Unapplied Cash Bill Payment Expense	-48.50
<b>Total Expenses</b>	<b>A\$ 434,872.37</b>
<b>Net Earnings</b>	<b>-A\$ 354,396.88</b>

## Queensland Camel Company Pty Ltd

As Trustee for

### The Brisbane Family Trust

Trading as

### Dromedary Mining

Profit and Loss

October 2022 - September 2023

	<b>Total</b>
<b>Income</b>	
Income - Dromedary Mining	11,812.50
Consultancy	54,363.09
Other Income	743.56
<b>Total Income - Dromedary Mining</b>	<b>A\$ 66,919.15</b>
<b>Expenses</b>	
<b>Dromedary Mining Expenses</b>	
Bank Charges	1,013.11
Commission Charged	6,492.50
Licensing/Registrations	636.22
Mobile Phone	835.30
Office & Stationery Supplies	823.10
Professional Services	2,562.73
Travel	968.74
<b>Total Dromedary Mining Expenses</b>	<b>A\$ 13,331.70</b>
<b>Net Earnings</b>	<b>A\$ 53,587.45</b>

**Queensland Camel Company Pty Ltd**  
As Trustee for  
**The Brisbane Family Trust**  
Trading as  
**Qcamel & Dromedary Mining**  
**Balance Sheet**  
As of September 30, 2023

	Total
<b>Assets</b>	
<b>Current Assets</b>	
Accounts receivable	10,819.00
WP 1359 - Dromedary Account	100.41
WP 4912 - Business Loan	-281,914.07
WP 9880 - Agribusiness Account	6,467.21
<b>Total Current Assets</b>	<b>-A\$ 264,527.45</b>
<b>Farming assets</b>	
Business Office	20,500.00
Farm Buildings	62,500.00
Farm Office	12,700.00
Dairy Supply Shed	11,660.00
Tools	20,000.00
Water Infrastructure	14,700.00
Equipment	58,540.00
Farm Infrastructure	168,780.00
Stock	172,900.00
Processing Factory	141,000.00
<b>Total Farming assets</b>	<b>A\$ 683,280.00</b>
<b>Total Assets</b>	<b>A\$ 418,752.55</b>
<b>Liabilities and shareholder's equity</b>	
<b>Current liabilities:</b>	
Accounts payable	
Trade creditors	58,148.45
<b>Total Accounts payable</b>	<b>A\$ 58,148.45</b>
GST Liabilities Payable	3,912.01
PAYG Withholdings Payable	20,845.00
Superannuation Payable	24,804.77
<b>Total current liabilities</b>	<b>A\$ 49,561.78</b>
<b>Non-current liabilities:</b>	
Directors Loan	592,000.00
<b>Total non-current liabilities</b>	<b>A\$ 592,000.00</b>
<b>Shareholders' equity:</b>	
Net Income	-300,809.43
Members Equity	-358,320.00
<b>Total shareholders' equity</b>	<b>-A\$ 659,129.43</b>
<b>Total liabilities and equity</b>	<b>A\$ 40,580.80</b>

**Queensland Camel Company Pty Ltd**  
As Trustee for  
**The Brisbane Family Trust**  
Trading as  
**Qcamel & Dromedary Mining**  
**Statement of Cash Flows**  
October 2022 - September 2023

	Total
<b>Cash flows from operating activities</b>	
Profit for the year	-300,809.43
<b>Adjustments for non-cash income and expenses:</b>	
Trade receivables	10,819.00
Inventory Asset	0.00
Stock	172,900.00
Trade creditors	58,148.45
GST Liabilities Payable	3,912.01
WP 9880 - Agribusiness Account	6,467.21
PAYG Withholdings Payable	20,845.00
Superannuation Payable	24,804.77
<b>Total Adjustments for non-cash income and expenses:</b>	<b>A\$ 297,896.44</b>
<b>Net cash from operating activities</b>	<b>-A\$ 2,912.99</b>
<b>Cash flows from financing activities</b>	
Directors Loan	592,000.00
Opening Bal Equity	-358,320.00
<b>Net cash used in financing activities</b>	<b>A\$ 233,680.00</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>A\$ 230,767.01</b>
<b>Cash and cash equivalents at beginning of year</b>	<b>-281,202.11</b>
<b>Cash and cash equivalents at end of year</b>	<b>-A\$ 50,435.10</b>

**Queensland Camel Company Pty Ltd**  
As Trustee for  
**The Brisbane Family Trust**  
Trading as  
**Qcamel & Dromedary Mining**  
**Statement of changes in equity**  
As of September 30, 2023

	Total
Directors Loan	592,000.00
Members Equity	-358,320.00
Opening Bal Equity	-64,623.54
<b>Total Equity</b>	<b>A\$ 169,056.46</b>

SECTION THREE

# INFORMATION ABOUT THE OFFER



## 3.1 TERMS OF THE OFFER

The Company is offering up to 1,500,000 shares at an issue price of \$1 per share to raise up to \$1,500,000. The key terms and conditions of the Offer are set out in Table 4 below.

**TABLE 4: TERMS OF THE OFFER**

<b>TERM</b>	<b>DETAILS</b>
SHARES	Fully-paid ordinary shares
PRICE	\$1 per share
MINIMUM PARCEL	\$200
MINIMUM SUBSCRIPTION	\$200,000
MAXIMUM SUBSCRIPTION	\$1,500,000
OPENING DATE	Wednesday 22 November 2023
CLOSING DATE	Wednesday 6 December 2023

A description of the rights associated with the shares is set out in Section 3.3 below. To participate in the Offer, you must submit a completed application form together with the application money via the Intermediary's platform. The Intermediary's website provides instructions on how to apply for shares under the Offer at <https://swarmer.com.au/en/> (the 'Intermediary').

The Intermediary must close the Offer early in certain circumstances. For example, if the Maximum Subscription is reached, the Offer must be closed. If the Minimum Subscription is not reached or the Offer is closed but not completed, you will be refunded your application money.

Investors may withdraw their application during the Cooling-off Period. Further information on investor cooling-off rights can be found in Section 4 of this CSF offer document.

The Offer is not underwritten and there is no guarantee that funds will be raised.

## 3.2 USE OF FUNDS

Table 5 below sets out the intended use of funds raised under this Offer based on the minimum and maximum subscription amounts.

TABLE 5: USE OF FUNDS

INTENDED USE	MINIMUM SUBSCRIPTION \$200,000	MID-POINT SUBSCRIPTION \$700,000	MAXIMUM SUBSCRIPTION \$1,500,000
Skincare Marketing	\$22,000	\$69,000	\$170,000
Regulatory approvals	\$25,000	\$25,000	\$25,000
Sales and marketing	\$30,000	\$110,000	\$300,000
Biotech Development	\$40,000	\$98,000	\$185,000
Working capital	\$67,000	\$342,000	\$700,000
Offer costs	\$16,000	\$56,000	\$120,000
<b>TOTAL FUNDS</b>	<b>\$200,000</b>	<b>\$700,000</b>	<b>\$1,500,000</b>

In Table 5, 'working capital' includes operational expenses, employee wages and director remuneration. It is anticipated that both Directors will receive annual remuneration proportionate to the amount raised, subject to working capital costs being covered for wages and overhead expenses. If the maximum amount is raised, an amount up to \$200,000 per Director may be allocated to remuneration. Please note that this amount may be adjusted depending upon the outcome of the raise and working capital commitments.

The costs of the Offer include the Intermediary's fees under the hosting agreement between the Company and the Intermediary. These fees are 6%.

Other than as specified above, no other payments from the funds raised will be paid (directly or indirectly) to related parties, controlling shareholders, or any other persons involved in promoting or marketing the Offer.

We expect that the Maximum Subscription amount will be sufficient to meet the Company's short-term objectives over the next 18–24 months.

If only the Minimum Subscription amount is raised, the Company will require further funding to be able to carry out our intended activities over the next 12–18 months. In such circumstances, the Company may consider undertaking a further CSF offer under the CSF regime. Until additional funding is obtained, we will scale back general marketing to digital marketing, ensuring that regulatory approvals continue for export and development of biotechnology continues, with support from other revenue sources such as grant funding if required.

## 3.3 RIGHTS ASSOCIATED WITH THE SHARES

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Immediately after issue, the shares will be fully-paid ordinary shares. There will be no liability on the part of shareholders and the shares will rank equally with the shares currently on issue.

The rights associated with the shares are set out in the Company's constitution. A summary of these rights is set out below. A copy of the constitution is available on the Intermediary's platform.

### 3.3.1 VOTING RIGHTS

Each shareholder has one vote on a show of hands and, on a poll, one vote for each share held.

### 3.3.2 ELECTION AND REMOVAL OF DIRECTORS

Shareholders may vote to elect and remove directors at a general meeting by way of ordinary resolution (50%).

### 3.3.3 GENERAL MEETINGS AND NOTICES

Directors have the power to call meetings of all shareholders or meetings of only those shareholders who hold a particular class of shares. Shareholders who hold at least 5% of the votes which may be cast at a general meeting of the Company have the power to call and hold a meeting themselves or to require the directors to call and hold a meeting.

### 3.3.4 DIVIDENDS

All shareholders have a right to receive any dividends declared and paid by the Company. The directors have a discretion and may resolve to pay dividends, subject to their obligations under the Corporations Act (e.g. they cannot pay dividends unless the Company's assets are sufficiently in excess of its liabilities immediately before the dividend is declared and where it may materially prejudice the Company's ability to pay its creditors).

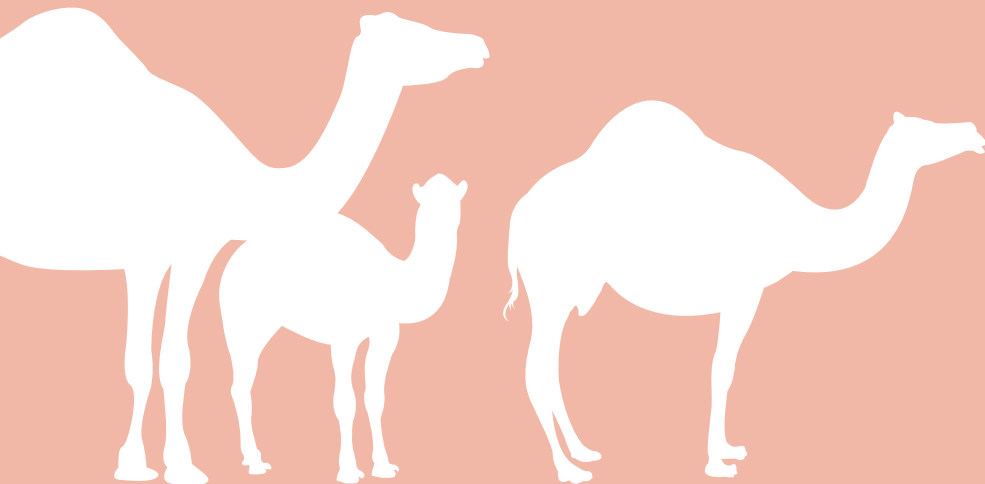
### 3.3.5 WINDING-UP

If the Company is wound up and there are any assets left over after all the Company's debts have been paid, the surplus is distributed to holders of ordinary shares after secured and unsecured creditors of the Company. Holders of fully-paid ordinary voting shares rank ahead of other classes of shares (if any).


## 3.4 DETAILS OF PREVIOUS CSF OFFERS



QCamel has not undertaken any previous Crowd Sourced Funding Offer, nor have the Directors been involved in Crowd Sourced Funding Offers for other entities.







SECTION FOUR

INFORMATION  
ABOUT INVESTOR  
RIGHTS

## 4.1 COOLING-OFF RIGHTS

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You have the right to withdraw your application under this Offer and to be repaid your application money. If you wish to withdraw your application for any reason (including if you change your mind about investing in the Company), you must do so within **five business days** of making your application (the Cooling-off Period).

You must withdraw your application via the Intermediary's platform as follows:

1. Proceed to your profile on the top right-hand side of the screen on Swarmer's website by clicking on your profile image.
2. Click on the right-hand side bar and select "My Investments".

3. Scroll until you find your QCamel Company Investment.
4. Click the "Withdraw" button below the QCamel Company logo.
5. Confirm the selection by clicking the "Confirm" button on the pop-up.
6. Your Withdrawal request will be processed.

After your withdrawal has been processed, the Intermediary will refund the application money to your nominated account as soon as practicable.

## 4.2 COMMUNICATION FACILITY FOR THE OFFER

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You can ask questions about the Offer on the communication facility available on the Intermediary's platform. You can also use the communication facility to communicate with other investors, with the Company and with the Intermediary about this Offer.

You will be able to post comments and questions about the Offer and see the posts of other investors on the communication facility. The Company and/or the Intermediary will also be able to respond to questions and comments posted by investors.

Officers, employees or agents of the Company, and related parties or associates of the Company or the Intermediary, may participate in the facility and must clearly disclose their relationship to the Company and/or Intermediary when making posts on the facility.

Any comments made in good faith on the communication facility are not subject to the advertising restrictions in the Corporations Act.

## 4.3 PROPRIETARY COMPANY CORPORATE GOVERNANCE OBLIGATIONS

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### 4.3.1 ANNUAL REPORT

While the Company is currently a small proprietary company that is not required to prepare annual financial reports and directors' reports, if we successfully complete this Offer, then we will be required to prepare and lodge these annual reports with ASIC (within four months of the financial year end). The Company has a 30 June year end and its financial reports must be lodged by 31 October each year.

Our financial reports are currently not required to be audited as we are a small proprietary company. This means that the Company's financial reports will not be subject to auditor oversight, and, therefore, there will be no independent assurance of the Company's financial statements. However, the directors are still required to ensure that the financial statements give a true and fair view of the Company's financial position and performance, and that the financial statements comply with the accounting standards.

We may be required to have our financial reports audited in the future if we raise more than \$3 million from CSF offers (including this current offer and any future offers), or, otherwise, become a large proprietary company.

### 4.3.2 DISTRIBUTION OF ANNUAL REPORT

The Company is not required to notify shareholders in writing of the options to receive or access the annual report. Shareholders will not be able to elect to receive a copy of the annual report by way of email or post. However, shareholders can access the annual report on the Company's website at the following address [www.qcamel.com.au](http://www.qcamel.com.au) (free of charge) or can purchase the report from ASIC.

### 4.3.3 RELATED PARTY TRANSACTIONS

If we successfully complete this Offer, the rules on related party transactions in Chapter 2E of the Corporations Act will apply to the Company (for so long as we continue to have CSF shareholders). This means that the Company is required to obtain shareholder approval before giving financial benefits to related parties of the company (e.g. directors and their spouses, children or parents), subject to certain exceptions (such as reasonable remuneration provided to directors).

### 4.3.4 TAKEOVERS

If we successfully complete this Offer and have more than 50 shareholders, the takeover rules in the Corporations Act will only apply to the Company in a very limited way. If someone wants to buy more than 20% of the voting shares in the Company, they will be able to do so without complying with the takeover rules. This means that a person may be able to get control of the Company without making a formal takeover bid to all shareholders or without seeking shareholder approval.

Share holders will not have the benefit of the full protections under the takeover rules, which means you may not have the right to vote on or participate in a change of control of the company. However, the general principles of ensuring shareholders have sufficient information and time to consider a change of control, and all have a reasonable and equal opportunity to participate in any benefits, will apply to the Company. In addition, the Takeovers Panel has jurisdiction to hear disputes relating to control of the Company.

SECTION FIVE

# GLOSSARY

**COMPANY** means Queensland Camel Company Pty Ltd ACN 167 874 142

**COOLING-OFF PERIOD** means the period ending five business days after an application is made under this Offer, during which an investor has a right to withdraw their application and be repaid their application money

**CSF** means crowd-sourced funding under Part 6D.3A of the Corporations Act

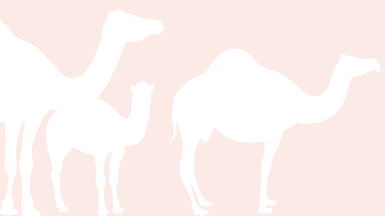
**INTERMEDIARY** means Swarmer Pty Ltd AFSL 507 867

**MAXIMUM SUBSCRIPTION** means the amount specified in this CSF offer document as the maximum amount sought to be raised by the Offer

**MINIMUM SUBSCRIPTION** means the amount specified in this CSF offer document as the minimum amount sought to be raised by the Offer

**OFFER** means an offer of fully-paid ordinary shares by the Company under this CSF offer document

**QCAMEL** means Queensland Camel Company Pty Ltd





QCAMEL

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[www.qcamel.com.au](http://www.qcamel.com.au)