



# wavie

Private Property Hub Holdings Pty Ltd

## Crowd-sourced funding **Offer Document**

**Offer of fully-paid ordinary shares in Private Property Hub Holdings Pty Ltd at \$1.50 per share to raise a maximum of \$750,000 AUD**

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

Issuer: Private Property Hub Holdings Proprietary Limited ACN 667 245 276  
Intermediary: Swarmer Pty Ltd AFSL 507 867 ACN 609 908 009

24<sup>th</sup> November 2023





# Contents

**Section 1: Risk warning.....3**

**Section 2: Information about the Company.....5**

2.1 Company details.....7  
2.2 Description of the business.....8  
2.3 Capital structure.....34  
2.4 Directors and senior managers.....36  
2.5 Risks facing the business.....37  
2.6 Financial information.....38

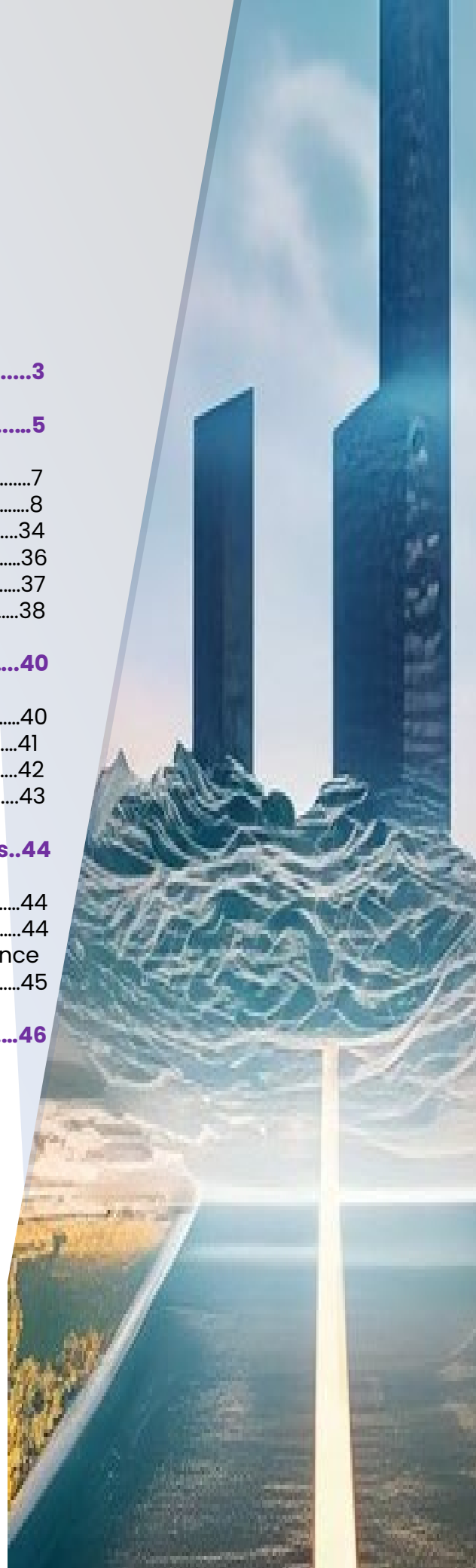
**Section 3: Information about the Offer.....40**

3.1 Terms of the Offer.....40  
3.2 Use of funds.....41  
3.3 Rights associated with the shares.....42  
3.4 Details of previous CSF offers.....43

**Section 4: Information about investor rights..44**

4.1 Cooling-off rights.....44  
4.2 Communication facility for the Offer .....44  
4.3 Proprietary company corporate governance obligations.....45

**Glossary.....46**





## Section 1

# 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.



# First time investing in Equity Crowdfunding?

## Here's some helpful information

Investing means you'll own shares in Private Property Hub Holdings (Wavie) and be part of our journey.

Your financial contribution helps us make selling a home simpler, clearer, and more affordable for everyone. Your shares in Wavie mean you're not just an investor; you're a valuable part of a community challenging the status quo, making the process easy and fair for homeowners. Together, we will transform the traditional property market, removing unnecessary hassles and costs. Your investment comes with voting rights and a chance for dividends, allowing you to actively participate in Wavie's journey to reshape the real estate industry.





## Section 2

# Information about the Company

### Letter from the CEO

Dear Investor,

On behalf of the Board of Directors, I am pleased to offer you the opportunity to become a shareholder of Private Property Hub Holdings Pty Ltd (PPHH or the Company), the holding company of Wavie Pty Ltd (Wavie) and HD Digital Pty Ltd (HD Digital).

### **Wavie is the next frontier in property technology (PropTech).**

United by a singular ambition to reshape the real estate industry that's been static for far too long, all Wavie Directors, Andy, Ben and Josh, with third generation real estate experience, - are steadfast in our resolve to set a new standard for affordability, transparency, and empowerment in real estate transactions - with the use of the latest advancements in technology available. Our PropTech isn't just about creating yet another digital tool to add value; it's a forging a sustainable paradigm shift in the industry.

The first solution by Wavie - to launch in February 2024, has been built to displace and replace the archaic, inflexible, and high-cost model of the traditional property sales transaction led by a real estate agent, with a streamlined, seller-led solution.

With an average real estate commission between 2-2.5%<sup>1</sup>, \$13.5 billion - \$16.9 billion (based on real estate sales in Australia of 674.5 billion in 2022)<sup>2</sup> is directed to real estate commissions per year.



## Letter from the CEO continued...

Wavie empowers every property owner to sell without an agent, commissions, or upfront costs. A property seller is equipped, informed, and connected with the data and insights, processes, and tools, to conduct a property sale transaction. Utilising artificial intelligence (AI) algorithms and machine learning (ML) capability, and integrations for partner services, Wavie encompasses smart marketing and sales, effortless contract creation and legals, and provides clever negotiation assistance and control. It provides a seller with a range of services to enhance property marketing, photo editing as well as offer online auctions.

### This solution is just the beginning for Wavie.

Wavie is part of the growing global PropTech market, valued at approximately USD 25 billion in 2021, and the growing global real estate market, valued at USD 3.69 trillion in 2021.

The market opportunity is significant, and the timing is right for Wavie. Beyond our initial launch in 2024, the roadmap is to explore further growth and additional revenue streams. The integration of Blockchain, to enable settlements in seconds, the application of Wavie for commercial sales, Off the plan sales and to the rental market, represent areas for future growth. Additionally, the Directors anticipate that other jurisdictions, such as New Zealand and United Kingdom may represent expansion opportunities for Wavie in the forthcoming years.

The Company is raising funds to finalise the development of the Wavie platform for launch in early 2024 and to mobilise a high impact targeted digital and social media marketing campaign to support customer acquisition and early revenue growth.

On behalf of the Directors, I thank you for considering an investment in PPHH and to be part of disrupting and modernising the real estate industry, together with the Wavie team.

**Andy Dunn,**

**Co-Founder, Director & CEO**



1 <https://www.realestate.com.au/advice/real-estate-agent-commissions/>  
2 [https://www.pexa.com.au/staticly-media/2023/02/PEXA-Property-insights-Report-Full-Year-2022\\_Final-sm-1675835574.pdf](https://www.pexa.com.au/staticly-media/2023/02/PEXA-Property-insights-Report-Full-Year-2022_Final-sm-1675835574.pdf)  
3 <https://www.grandviewresearch.com/industry-analysis/prop-tech-market-report>  
4 <https://www.grandviewresearch.com/industry-analysis/real-estate-market>



## 2.1 Company Details

This offer of shares is made by Private Property Hub Holdings Pty Ltd  
ACN 667 245 276 (PPHH or the Company).

Under Business Name: Wavie

Company Name:	Private Property Hub Holdings Pty Ltd (Australian Proprietary Limited Company)
ABN & ACN:	ACN 667 245 276 ABN 57 667 245 276
Date of Incorporation:	14 <sup>th</sup> April 2023
Registered Office:	GPL Partners 732 Forest Rd Peakhurst NSW 2210
Principal place of Business:	6a Clarke Street Peakhurst NSW 2210
Directors:	Andrew Dunn Benjamin Parkinson Joshua Luschwitz
Secretary:	Andrew Dunn
Wholly Owned Subsidiaries:	Wavie Pty Ltd – ACN 671 590 962 HD Digital Pty Ltd – ACN 651 495 555
Company Website:	<a href="https://wavie.com.au">https://wavie.com.au</a>





## 2.2 Description of the Business



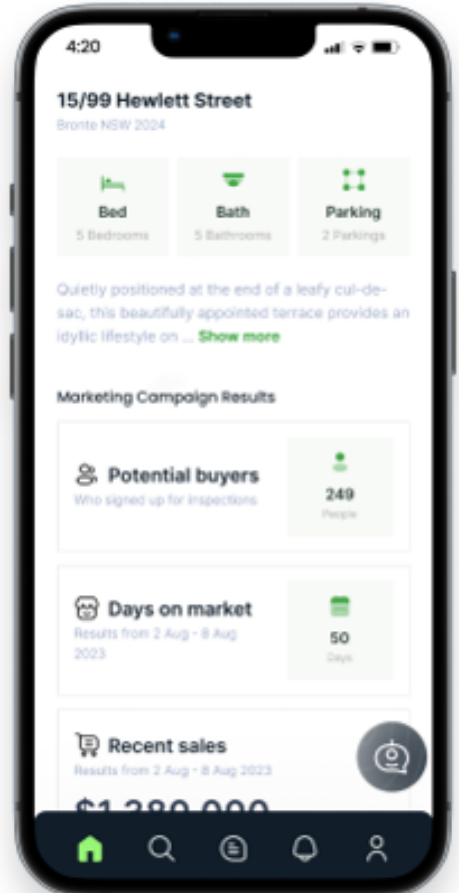




## 2.2.1 About Wavie

Private Property Hub Holdings Pty Ltd (PPHH or the Company) operates within the property technology (PropTech) sector and the Australian real estate market. It has two subsidiaries, Wavie Pty Ltd (Wavie) and HD Digital Pty Ltd, being the Service Company and the IP Holding Company, respectively.

Wavie ([wavie.com.au](http://wavie.com.au)) is a PropTech company started in 2021 with the goal to transform the real estate landscape by harnessing AI, eliminating high agent fees, and putting homeowners in the driver's seat of their property selling journey. Wavie has designed and built an innovative and streamlined, property selling platform, which leverages artificial intelligence (AI) and machine learning (ML) technology to automate and optimise key processes of the property sales transaction.



*Wavie is the real estate platform of the future. We are dedicated to transforming the property landscape by offering homeowners a platform that eradicates hefty agent commissions and provides them unparalleled control in property sales. Wavie eliminates the unnecessary costs of selling your property through a traditional agent.*

Andy Dunn, Founder





## 2.2.1 About Wavie



Over the past two years, the co-founders of the Wavie platform, Andrew Dunn, Benjamin Parkinson and Joshua Luschwitz, a third-generation real estate agent with over 17 years in the industry, have deconstructed the traditional property sale process and reconstructed a modern, customer centred end-to-end, smarter, and simpler process – to give property owners greater control of the property sale transaction process, at a fraction of the traditional cost.

With collective experience spanning real estate, technology and innovation and advising early-stage growth, the Directors believe that the Wavie platform represents the new and necessary frontier of real estate, encompassing a new level of automation and intelligence with core features such as:



### Effective Marketing Tools:

- ✓ Tools for digital and social media advertising to boost property visibility.



### Listing on Top Real Estate Platforms:

- ✓ Direct listing on major real estate platforms via Wavie's Class 1 Real Estate license.



### Transparent Fee Structure:

- ✓ Full fee transparency with customisable packages and add-ons to meet property owner's specific needs.



### Fee Financing Options:

- ✓ Access to Wavie's fee financing service, allowing for zero upfront payment.



### Comprehensive Property Research:

- ✓ Land and title searches to ensure property data accuracy.



### Advanced Property Valuation:

- ✓ AI-driven property valuation for accurate pricing.



### Legal Integration:

- ✓ Seamless integration for contract and conveyancing processes.



### AI-Powered Negotiation Support:

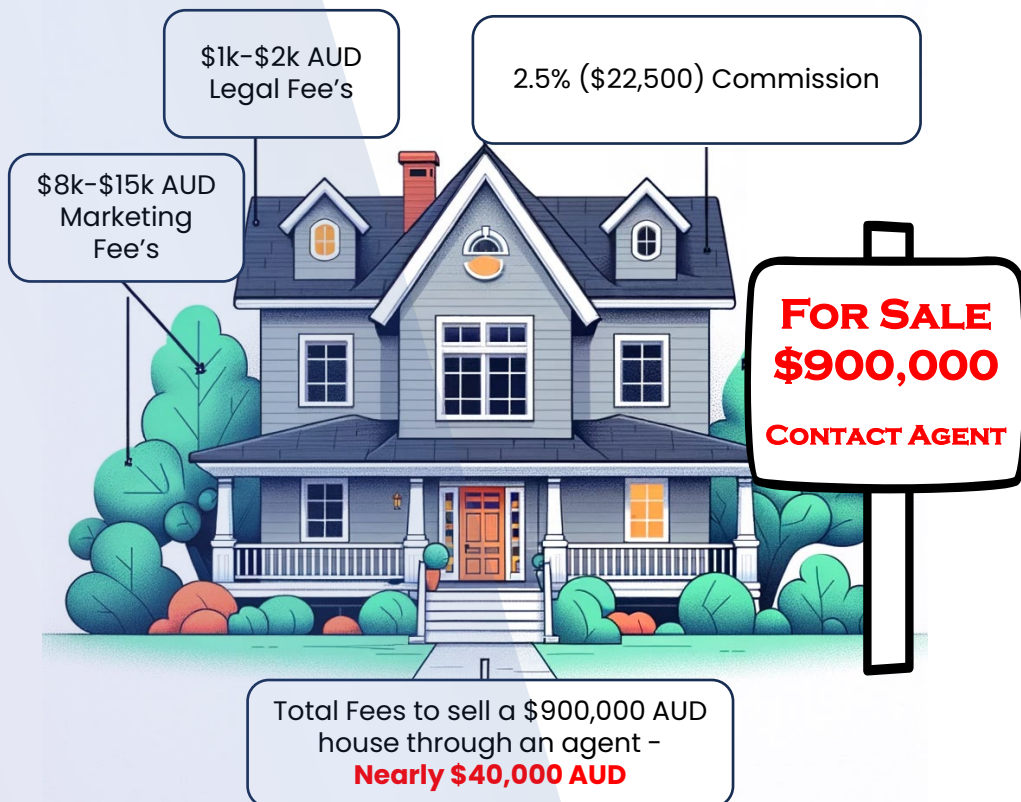
- ✓ Chatbot assistance for sale negotiations.



## 2.2.2 The Problem and Our Solution

High real estate agent fees, lack of fee transparency, sale transaction process inefficiencies and inconsistent standards and service offerings among real estate agents, coupled with the lack of property owner knowledge and general low-level trust of the real estate profession, are just some of the widely accepted issues faced by property owners when entering the property sale transaction process.

While real estate agents must abide by certain laws when selling a property, fees and commission rates are unregulated within Australia, and may range between 1-3.5%, with the average commission between 2-2.5%.<sup>5</sup>



On the sale of a \$900,000 house, a property owner can expect to incur a fee for commission of \$22,500 (based on 2.5% fee), not considering the required additional costs, such as conveyancing and legalities, and marketing

Australia recorded more than 730,000 property sale settlements nationally in 2022, with an aggregate value of \$674.5 billion. With average commission between 2-2.5%, **Australians are spending approximately \$13.5 – \$16.9B on real estate commissions per year.**

<sup>5&6</sup> <https://www.realestate.com.au/advice/real-estate-agent-commissions/>



## 2.2.2 The problem and our solution

### Systemic issues within the traditional real estate model – for property sales.



#### **Varying quality of service:**

Standards of service and service offerings by agents can vary and may not be commensurate with the perceived value provided.



#### **Limited-Service Options:**

Traditional real estate agents may not offer flexible service options. Some property sellers may prefer to handle certain aspects of the transaction themselves to reduce costs.



#### **High Commissions:**

Within Australia, the real estate commission model is unregulated, and fees may vary between 1-3.5% depending upon the agent, region, type of property and market conditions among other factors. Costs may also attract additional bonus fees based upon performance.



#### **Fixed-Fee Models:**

Some property sellers may prefer fixed-fee or flat-fee models, where they pay a set amount for real estate services rather than a commission based on the property's price. This model may not be on offer among all traditional agents.



#### **Inefficiencies in the process:**

Traditional real estate transactions may involve unnecessary intermediaries and inefficiencies, which can lead to higher fees and delays, without providing a commensurate level of value in service.



#### **Lack of Transparency:**

Lack of transparency regarding how fees are calculated, or scope of service provided may lead to the risk of potential dispute.



#### **Resistance to Change:**

The real estate industry has been slow to adopt new technologies and business models that could potentially reduce costs. This resistance to change can lead to frustration among property sellers who seek more cost-effective options.



#### **Negotiation Skills:**

Some buyers and sellers question the value of real estate agents' negotiation skills, believing that they could potentially negotiate better deals on their own.



## 2.2.2 The problem and our solution

### **Wavie has built the next frontier of PropTech – for real estate sales.**

Wavie is a trailblazing real estate platform which has been designed to directly address the systemic issues of the traditional model of the property sale transaction, and to shift control back to the property seller, using modern innovation and harnessing the power of artificial intelligence (AI) algorithms.

Wavie has transformed the traditional sales process to create an AI driven selling hub encompassing smart marketing and sales, effortless contract creation and legals, and provides clever negotiation assistance and control. Wavie offers a range of services to enhance property marketing, photo editing and online auctions, to empower homeowners to sell without an agent, commissions, or upfront costs.

Using Wavie, a property seller is equipped, informed, and connected with the data, processes, and tools, to conduct a property sale transaction. When launched, Wavie will offer four clear, distinct, and affordable packages (with no fees required upfront) which encompass services to empower an individual to approach the property sale transaction with confidence.





## 2.2.3 Our progress to date

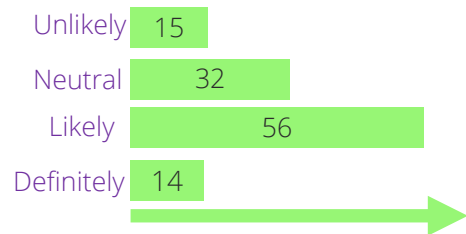
### 2021

- Wavie platform founded as a concept as part of HD Digital Pty Ltd (which is now the IP holding subsidiary of Private Property Hub Holdings Pty Ltd)
- Research and development of scope of Wavie platform commenced.

### 2022

- Ideation, concept testing and validation
- Conducted a survey among millennial homeowners (paid survey) as part of concept validation (117 participants). Results showed 56% of participants likely to pay to use the platform.
- Wavie solution prototype development

#### Survey of 117 Millennial Homeowners

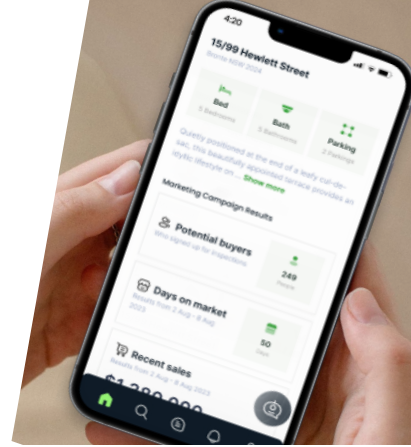


### 2023

- Platform development version of 1.0 (encompassing core initial features)
- Conducted initial lead generation marketing activities for pre-launch sign-up resulting in 50 pre-launch sign-ups and expressions of interest. Total amount expressed based on number of individuals selecting a published package of \$14,995 (published on [wavie.com.au](http://wavie.com.au)) represents a total potential amount of up to \$750,000. (Note that this is not an actual forecast, just an illustrative example based upon the results of the pre-launch expressions. There is no guarantee that expressions will convert).
- Established strategic relationships with a network of builders and developers, mortgage brokers and buyers' agents, including a collaboration with Australia's premier conveyancer, [conveyancing.com.au](http://conveyancing.com.au) to drive Wavie to property owners & buyers across Australia.
- Renosell ([renosell.com.au](http://renosell.com.au)) secured as a channel support partner – with potential to direct the sale of its properties using the Wavie platform.
- Secured Realty Assist Australia as a support partner to advance fund the Wavie package for customers until property settlement, enabling customer to not incur upfront fees.
- Integrated [Conveyancing.com.au](http://Conveyancing.com.au) offering customers streamlined conveyancing services, and enabling Wavie access to a potential customer base of 70K+ through [conveyancing.com.au](http://conveyancing.com.au)
- Private Property Hub Holdings Pty Ltd incorporated.
- Closed pre-Seed funding round with \$212,500K raised to for initial development of platform and early marketing activities.
- Wavie Pty Ltd incorporated and is the service company and subsidiary of Private Property Hub Holdings Pty Ltd. It is responsible for the product development and marketing and channel growth of the Wavie platform.



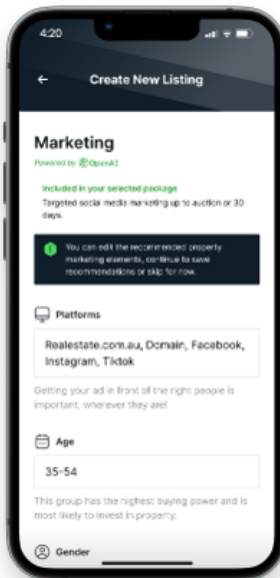
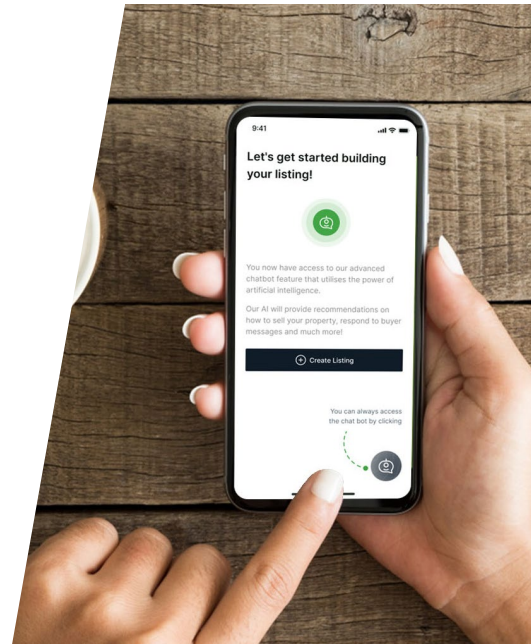
# 2.2.4 The Wavie Platform



### Choose Your Plan

Choose one of our plans & pay nothing upfront, plus 0% COMMISSION

Wavie Free	Wavie Basic	Wavie Standard	Wavie Plus
\$0	\$6,995	\$10,995	\$14,995
Best to test out our platform before committing	Ideal for homes under \$500k	Perfect for homes between \$500k-\$1.5m	Perfect for homes over \$1.5m
Join the Wave	Join the Wave	Join the Wave	Join the Wave
Property Listing on Wavie Tailored Property Valuation	Standard Listing on Wavie, Realestate.com.au & Domain	Everything from Wavie Basic, plus.....	Everything from Wavie Standard, plus.....
	Enhanced Listings on Wavie		Premium Listings on Wavie



**Sell your property, WITHOUT the fees**

Experience the future of property transactions with 0% Upfront Fees and 0% Commission.

- Transparent Transactions
- No Upfront Costs
- Safe and Secure

Join the Wave



## 2.2.4 The Wavie Platform

**Imagine being able to sell your own property – with ease, at a fraction of the cost.**

Wavie aims to revolutionise real estate with a new property-owner centred, property sales transaction technology solution which leverages the latest in global advancements in technology and aligns to today's tech savvy capability of consumers.



Wavie is an end-to-end, comprehensive PropTech solution for the property sale transaction.

Our platform not only grants homeowners the ability to reach potential buyers more effectively but also streamlines the legalities and paperwork associated with property sales. By integrating legal contracts and offering real-time insights on the property market, Wavie empowers users to make informed decisions every step of the way.

It utilises AI and ML throughout the experience to underpin its core features including valuation indications and to refine advertising efforts through trend spotting and delivering actionable insights. Additionally, Wavie's chatbot AI aids with negotiation and on-demand support throughout the end-to-end process of the transaction.

Wavie plans to launch version 1.0 of the Wavie platform in February 2024 and drive customer acquisition to obtain early revenue and user insights to shape its Beta version (to be launched mid-2024). Version 1.0 – the new wave – contains the AI-driven core features, essential third-party integrations, and tools for the Property Owner to experience a self-driven, secure, and streamlined property sale transaction journey using Wavie.

### Key features

We've engineered Wavie to function seamlessly with an intuitive, user-friendly mobile application – offering homeowners a revolutionary technological upgrade to the traditional home-selling process. Wavie is built to achieve a transformative impact on the real estate sector, with built in capability and features to meet the tech savvy needs of the Millennials identified as features important to participants in a Wavie platform concept validation survey of 117 Millennial property owners .<sup>7</sup>

<sup>7</sup> Wavie Pty Ltd paid survey of 117 Millennial Homeowners 2023





## 2.2.4 The Wavie Platform



### Designed for mobile and desktop

Wavie has created a unified experience across multiple devices.



### User Friendly Platform

Wavie offers a simple and intuitive user interface, making the home-selling process accessible even for those who aren't tech-savvy. Homeowners can effortlessly navigate through the platform, reducing the stress and complexity traditionally associated with selling a property



### Transparent Fee Structure

Unlike traditional real estate agents who charge hefty commissions, Wavie operates with a clear and upfront fee system. Homeowners can potentially save thousands by eliminating hidden costs and unexpected agent commissions



### AI-Driven Platform

Wavie harnesses the power of artificial intelligence throughout its platform. From analysing real estate market trends to crafting compelling marketing copy, enhancing property images for optimum appeal, and even aiding in negotiations, the AI ensures that homeowners are equipped with cutting-edge technology to maximize the potential of their listings and secure the best deals.



### Comprehensive Homeowner Tools

Wavie equips homeowners with a suite of tools, from property valuation to listing optimizations, all designed to enhance the sale process. Homeowners are empowered to handle all aspects of the sale, increasing their control and potential for a successful transaction.



### Marketing & Insights

Wavie's platform integrates real-time market data with AI-driven targeted marketing, ensuring properties reach their ideal audience. Homeowners can refine their listing strategy with timely insights, enhancing visibility and boosting the odds of a prompt, profitable sale.



### Property Management

Seamlessly manage every aspect of a property sale, from listing to negotiation, with the assistance of our virtual agent chatbot providing personalised guidance and support.



### Virtual Tours and Enhanced Media

Capture buyers' attention with immersive virtual tours, visually stunning, AI enhanced photos, and engaging videos, to showcase and emphasise a property's unique features.



### Virtual agent

Wavie's virtual agent Chatbot offers real-time insights and assistance to maximise a property's exposure.

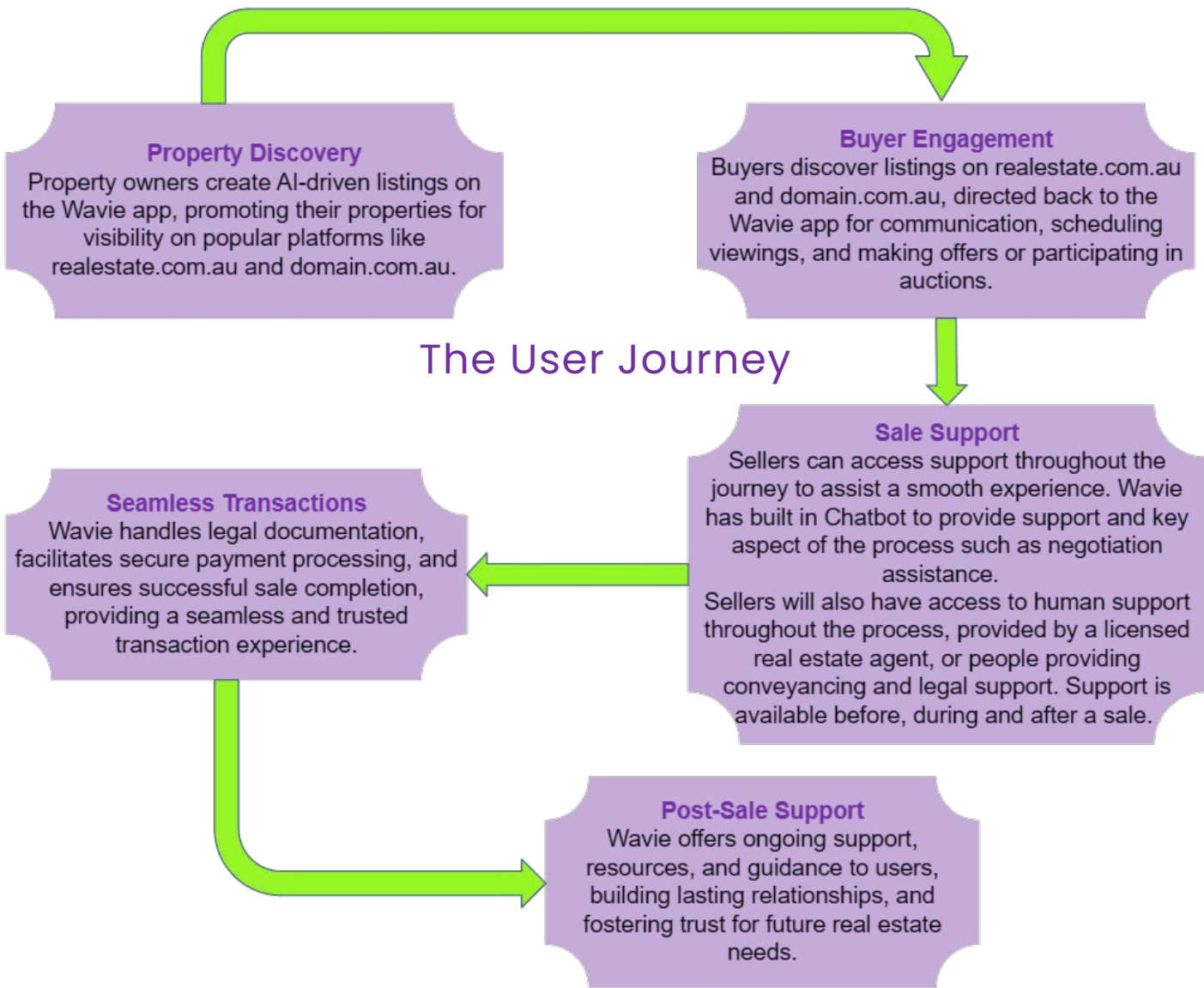


### Secure Legalities and Contracts

Ensure a seamless and secure transaction process with comprehensive legal support, contract management, and guidance from our virtual agent chatbot, providing peace of mind throughout the selling journey.



## 2.2.4 The Wavie Platform





## 2.2.4 The Wavie Platform

### Wavie Packages

#### Wavie Free

\$0

Perfect to test out our platform before committing

- ✓ 1 Property Listing on Wavie
- ✓ Estimated Property Valuation
- ✓ Access to the Wavie Platform
- ✓ DIY Guide on how to sell your property

#### Wavie Basic

\$6,995

Ideal for homes under \$500k

- ✓ Standard listing on Wavie, Realestate.com.au & Domain
- ✓ AI Powered Property Listing and copywriting
- ✓ Access to the WavieBot and AI Negotiation tools
- ✓ All Legalities and Conveyancing
- ✓ AI Enhanced, Real Estate Quality, imaging.
- ✓ AI-Driven Valuation
- ✓ Land & Title Searches
- ✓ Basic Social Media Campaign
- ✓ Standard Signage and Digital Marketing
- ✓ Customer Support by our Real Estate Experts

#### Wavie Standard

\$10,995

Perfect for homes between \$500k-\$1.5m

- ✓ Everything from Wavie Basic, plus....
- ✓ Enhanced Listings on Wavie, Realestate.com.au & Domain
- ✓ Between 1.4 & 3 times more listing views
- ✓ Professional Valuation
- ✓ Standard Targeted Social Media Campaign for 30 days
- ✓ Upgraded Signage and Digital Marketing content.
- ✓ Unlimited support from our Real Estate Experts

#### Wavie Plus

\$14,995

Perfect for homes over \$1.5m

- ✓ Everything from Wavie Standard, plus....
- ✓ Premium listings on Wavie, Realestate.com.au & Domain
- ✓ Up to 4.5 x listing views
- ✓ Professional Photographer & Videographer
- ✓ Professional Floor Plans
- ✓ Premium Social Media Campaign
- ✓ Premium signage and marketing materials
- ✓ Unlimited Support from a dedicated Real Estate Expert

### Future Products and Features Integration

The launch of version 1.0 is just the beginning for Wavie. It has plans to integrate technology advancements, such as Blockchain technology, with potential application of property settlement in seconds.

Other technology integrations in scope for future expansion of the platform will give Wavie access to potential new revenue opportunities.

- Off-plan sales
- Commercial sales
- The development of a Rental Platform for private rentals – to provide streamlined support with contracts, condition reports for the landlord.
- The development of a Rental portal to assist tenants with legal standings, disputes, condition reports and other services.



## 2.2.5 Overview of Industry





## 2.2.5 Overview of Industry

### The Real Estate Market – the rise of the Millennial property owner

The global real estate market size was valued at USD 3.69 trillion in 2021 and is expected to expand at a compound annual growth rate (CAGR) of 5.2% from 2022 to 2030.<sup>8</sup> Of this, Residential property dominated the market with a revenue share of 35.5% in 2021. *The growth is cited to be majorly driven by the millennials as they are more inclined toward homeownership in recent years.*



Within Australia, there were nearly 9.8 million households in Australia in 2021, with 6.2 million (67%)<sup>9</sup> owned. Of the property owners, approximately 3 million Millennials (55% of total number of Millennials as at 2022) own a home<sup>10</sup>. The rigid, traditional model of a property sale transaction does not accommodate or offer flexibility in terms of empowering the technology savvy Millennial generation.

### High agent Commissions and Fees

730,000 residential properties were sold by Agents during 2022, with combined residential and commercial sales amounting to AUD 674.5 billion. With average commission between 2-2.5%, \$13.5 billion – \$16.9 billion is directed to real estate commissions per year.<sup>11</sup>

### The growth of PropTech in Real Estate

The Australian PropTech landscape, specifically for real estate sales, is dynamic and continues to evolve with advancements in technology and shifts in consumer behaviour. PropTech companies are leveraging technology to enhance various aspects of the real estate industry, including online property portals, analytics and insights, virtual property tours and investment platforms, in addition to technology to improve management of sales.

Wavie is part of the growing global PropTech market, valued at approximately USD 25 billion in 2021 and is expected to expand at a compound annual growth rate (CAGR) of 15.8% from 2022 to 2030<sup>12</sup>. The industry is largely driven by the increasing adoption of artificial learning (AI), machine learning (ML) and virtual reality (VR), across the real estate industry.

While North America accounted for the largest revenue share of 55.8% in 2021, The Asia Pacific region is anticipated to emerge as the fastest-growing region, registering a CAGR of 17.3% from 2022 to 2030. The regional growth is attributed to the increasing investment in PropTech across the APAC region.

<sup>8</sup><https://www.grandviewresearch.com/industry-analysis/real-estate-market>

<sup>9</sup><https://www.aihw.gov.au/reports/australias-welfare/home-ownership-and-housing-tenure>

<sup>10</sup><https://www.abs.gov.au/media-centre/media-releases/owning-home-has-decreased-over-successive-generations>

<sup>11</sup><https://www.realestate.com.au/advice/real-estate-agent-commissions/>

<sup>12</sup><https://www.grandviewresearch.com/industry-analysis/proptech-market-report>



# 2.2.6 Wavie's Competitive Advantage

Service Features	 wavie	 forsalebyowner	 PropertyNow	 Sell My Own Place	Traditional Agent
Listings on National Selling Sites					
Customer Support					
Contract Creation & Management					
Professional & AI Valuations					
Enhanced Media					
Conveyancing and Searches					
Targeted Social Media Marketing					
On Hand AI Expert 24/7					
All-in-one Platform					
Listings on National Sites					
Customer Support					
Contract Creation & Management					
Professional & AI Valuations					

While we cannot guarantee all of these features will be available for our initial launch, they are planned to be built by version 2 in our roadmap, due for release mid 2024

## Comparing the Competition: Wavie's Superior Features and Advantages

Wavie's primary competitors in the property market domain are traditional Real Estate Agents, and several market participants who provide a service to give property owners a greater level of input and control over the sales process. These include companies such as ForSaleByOwner.com.au, sellmyownplace.com.au and propertynow.com.au.

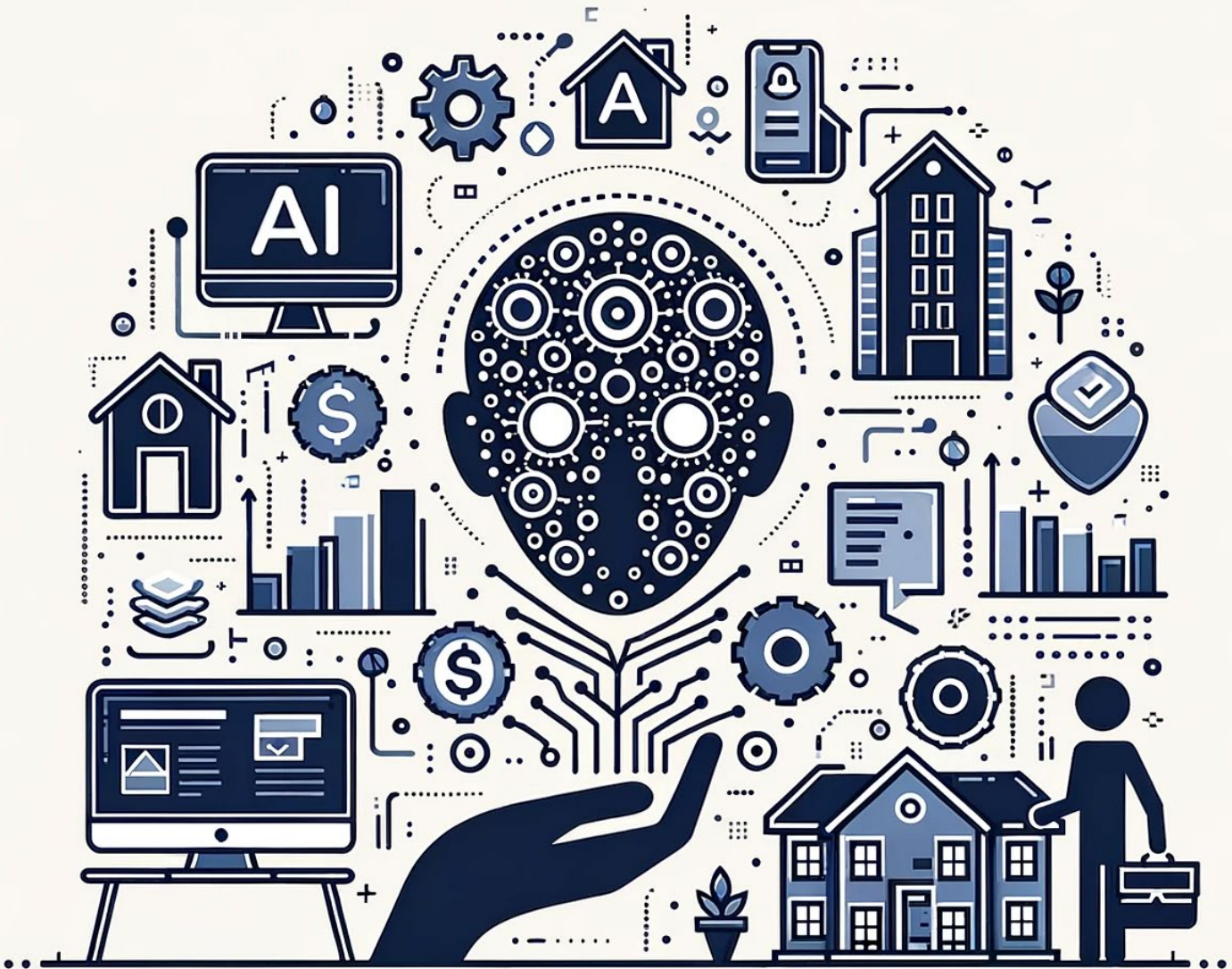
While these entities have a presence in the market:

- The commission model of a traditional real estate agent can be expensive for homeowners, especially in high-value property markets. The process is often not transparent, with hidden costs. Additionally, the traditional approach may not always leverage the latest technologies and data insights for optimised pricing and marketing.
- The online providers lack the innovative AI-driven, end-to-end solution that Wavie offers, making them potentially less appealing to tech-savvy millennial homeowners and those seeking a more cost-effective and modern property selling experience.
- The online providers offer an improved, lower cost solution – however the property seller is provided with an online service of recommendations for external support, such as marketing or legal, and can still be required to navigate the process of a sale themselves.

Wavie aims to disrupt the traditional model of property sales and set the bar higher within the industry, by delivering greater automation for property owners to initiate, manage, and complete a sale transaction online – on their own, with the support of intuitive and intelligent AI driven insights.



## 2.2.7 Business and Revenue Model





## 2.2.7 Business and Revenue Model

Upon our expected launch of the Wavie platform in 2024, Wavie will initially monetise through a single transaction fee per listing targeting Millennial Property Owners and Small Property Developers and Builders. Wavie's initial sales will be directly through the Wavie platform, [wavie.com.au](http://wavie.com.au) ensuring an integrated and seamless user experience.

Wavie offers customers a robust standard package priced at \$10,995, with the flexibility of enhancing their experience through a range of add-ons. These add-ons, priced between \$500 to \$2,000, cater to a spectrum of unique homeowner needs. For those seeking an all-inclusive experience, the Wavie Plus, inclusive of all features and add-ons, is priced at \$14,995.

### Channel growth through a partners and alliances

Wavie will also build a third-party channel targeting banks and mortgage companies, and companies within its partner network across the real estate and home services ecosystem.

- Established strategic relationships with a network of builders and developers, mortgage brokers and buyers' agents.
- Secured Renosell ([renosell.com.au](http://renosell.com.au)) as a channel support partner – with potential to direct the sale of its properties using the Wavie platform.
- Secured Realty Assist Australia as a support partner to advance fund the Wavie package for customers until property settlement, enabling customer to not incur upfront fees.
- Integrated Conveyancing.com.au offering customers streamlined conveyancing services, and enabling Wavie access to a potential customer base of approximately 70,000 via [conveyancing.com.au](http://conveyancing.com.au)
- We have secured a collaboration with Australia's premier conveyancer, [conveyancing.com.au](http://conveyancing.com.au)







## 2.2.7 Business and Revenue Model

### Target Audience

Wavie will initially target three specific target populations for our product:

#### Millennial Property Owners

For millennial property owners, Wavie is more than just a real estate platform; it's a win in property empowerment. This tech-savvy generation values transparency, autonomy, and digital solutions that align with their lifestyles. With Wavie, they can navigate the real estate landscape with ease, leveraging AI-driven insights and sidestepping the traditional real estate agent model. It resonates with their desire for control, modernisation, and efficiency in what is often their first significant financial endeavour.

#### Small Property Developers & Builders

For builders and small developers, Wavie represents a paradigm shift in property marketing and sales. No longer constrained by traditional sales avenues or agent commissions, they can showcase their projects directly to a vast audience. The platform's data analytics provides them with real-time market feedback, allowing for better project planning and pricing strategies. Wavie becomes an invaluable partner, ensuring that their properties reach the right eyes, at the right time, for the right price.

#### Banks & Mortgage companies

In the intricate world of foreclosures and distressed properties, Wavie offers banks and mortgage companies a streamlined, transparent, and efficient solution. The platform's capabilities ensure that these properties are presented professionally and attractively, reaching potential buyers quickly. The AI-powered insights assist in pricing strategies, ensuring optimal recovery values. With Wavie, what was once a challenging process becomes simpler, more efficient, and ultimately more profitable.





## 2.2.7 Business and Revenue Model

### Future revenue streams

Plans for future revenue streams include:

- leveraging the valuable data amassed through our platform. By constructing a data room, we aim to unlock deeper insights, which not only strengthens our product offering but opens a potential additional revenue stream.
- Development of Wavie platform and capability beyond residential sales to commercial sales and residential rental domains





## 2.2.7 Business and Revenue Model

### Marketing

Wavie has meticulously crafted a marketing plan designed to resonate with our distinct audience segments. By regularly engaging with these groups, we aim to foster a loyal customer base and further penetrate the real estate market.

- **Platforms & Engagement** Wavie's primary touchpoints with audiences are through platforms like Instagram, Facebook, and LinkedIn. Each platform caters to a different segment of our audience, from millennial homeowners on Instagram to mum and dad developers and buyers' agents on LinkedIn. We leverage the strengths of each platform, ensuring our messages align with the platform's core audience.
- **Content Marketing** To extend our reach further, Wavie invests in targeted digital campaigns. Utilising Meta Ads, Google PPC, and a robust SEO strategy, we ensure Wavie stays top-of-mind when individuals think of innovative solutions in real estate. Our distinctive proposition of offering "0% Commission" sets us apart and becomes a focal point of our promotional campaigns.
- **Influencer Marketing** Recognizing the potential of influencer marketing, Wavie is actively forging connections with prominent property influencers, podcast hosts, and other real estate industry experts. These collaborations are poised to elevate our brand presence, lending credibility, and expanding our reach to their substantial audiences.
- **Feedback Mechanism** Understanding the fluid nature of the market, Wavie relies heavily on data. Through marketing insights, we gauge the success of our campaigns, ensuring that our strategies remain agile and effective. It's not just about broadcasting our message; it's about understanding its impact and refining our approach accordingly.





## 2.2.8 Business Strategy





## 2.2.8 Business Strategy

Wavie's initial thrust into disrupting the Australian real estate market with its consumer-centric platform is just the beginning of its ambitious roadmap.

Wavie is raising funds to propel the Wavie platform and business to commercialisation, a culmination of 2 years of research, market validation, technology development and marketing.

### 0-12 months

The focus for the first 12 months is successful commercialisation and revenue growth.

#### Launch of platform Version 1.0

- Completion of development roadmap for planned launch of version 1.0 of the Wavie platform in February 2024

#### Revenue

- Customer acquisition through targeted digital and social media advertising and public relations outreach campaigns launching Wavie to Millennial Property Owners, and small property developers and builders.
- Leverage network of support partners and build of channel to target banks and mortgage brokers.

#### Capture of early insights and data

- Integration of early insights during first year of commercialisation to Version 2.0

#### Development of version 2.0 (Beta) with rollout of new features

#### Operations

Our continual growth plan also recognises the importance of agility and self-reliance. The initial appointment of a full-time Chief Technology Officer and as we mature, bringing the development in-house ensures that we maintain our platform's integrity and are better poised to roll out iterative enhancements.

### 12-18 months

#### Scalability and expansion

In our vision of international expansion, the challenges faced by Australian homeowners resonate similarly in New Zealand, the UK, South Africa, and the US. These markets remain untapped territories for a solution like Wavie.

- Commence exploring jurisdictional requirements for entry to New Zealand and United Kingdom.



## 2.2.8 Business Strategy

### Innovation and growth of platform

Our proposed trajectory includes not just geographical expansion but also technological advancement. The integration of Blockchain technology is on the horizon, aiming to disrupt the conventional property transaction process. By ensuring that transactions, contracts, and settlements can be executed in mere seconds and with titles securely logged on the blockchain, we're setting the stage to eliminate prolonged conveyancing procedures.

- Explore integration of blockchain to platform

While our current focus rests on home sales, Wavie innovation will also aim to extend to the commercial property market, and the residential rental market. The residential rental market remains a domain with unmet needs. We envision a holistic service for renters that seamlessly manages rental properties, offering unparalleled conveniences like financial services, comprehensive reports, maintenance requests, and mediating landlord/agent interactions. In doing so, Wavie is not just transforming property sales but aims to redefine the entire real estate ecosystem.

- Commercial property sales
- Residential rental market



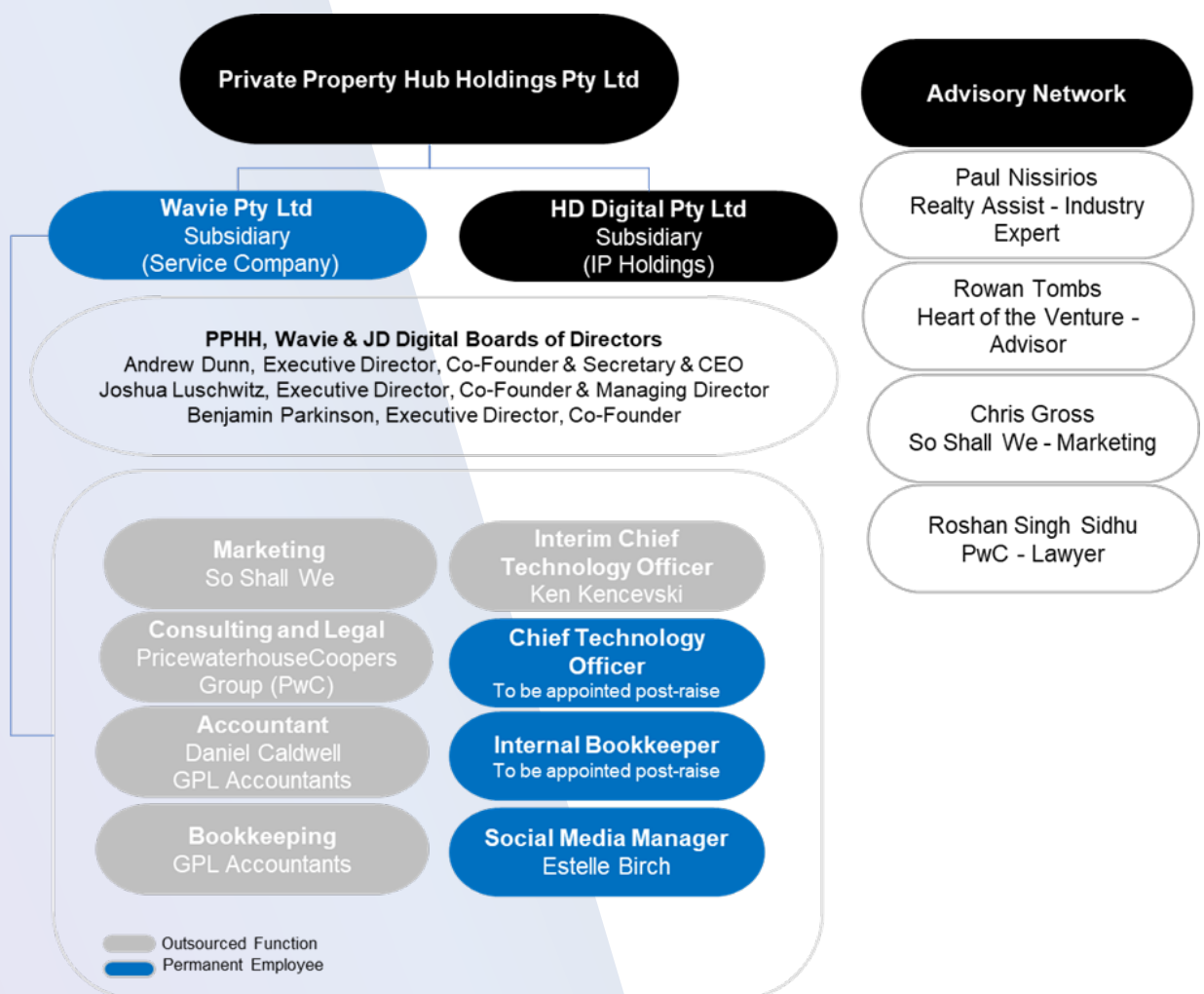
### Data Monetisation

Following the launch of the Wavie platform in early 2024, subsequent launch of Version 2.0 with insights and the rollout of additional features, early revenue and growth of our channels, our immediate goal shifts towards harnessing the power of our data centre. The potential of data monetization not only offers a fresh revenue stream but also empowers our users with market insights and better decision-making capabilities.

- Scope for development of data-based products.



## 2.2.9 Organisational Structure





## 2.2.10 Company Structure

Private Property Hub Holdings Pty Ltd ACN 667 245 276	Private Property Hub Holdings Pty Ltd is Holding Company in which an investment to this Crowd Sourced Funding Offer by shareholders is made.
Wavie Pty Ltd ACN 671 590 962	Wavie Pty Ltd is a wholly owned subsidiary of Private Property Hub Holdings Pty Ltd and is the service company responsible for the development of the Wavie Platform, its marketing and growth of its customer base.
HD Digital Pty Ltd ACN 651 495 555	HD Digital Pty Ltd is a wholly owned subsidiary of Private Property Hub Holdings Pty Ltd and is the IP Holding Company.





## 2.2.11 Legal or disciplinary actions against the Company

There are no legal or disciplinary actions against the Company or its subsidiaries at the date of publishing this 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 2,510,193 Ordinary Shares on issue. As set out in Table 2 below, the 2,397,500 shares are held by the three of the Company's Executive Directors, Andy Dunn, Ben Parkinson, and Josh Luschwitz. The shareholders who are key personnel are indicated by an asterisk.

Table 2: Issued Capital (Before and After the Offer)

Name	Share Type	PRE-RAISE SHAREHOLDING		POST-RAISE SHAREHOLDING			
		Number of Shares	% Shareholding	Minimum Subscription \$150,000		Maximum Subscription \$750,000	
				Number of Shares	% Shareholding	Number of Shares	% Shareholding
Andy Dunn*	Ordinary	1,095,225	43.63	1,095,225	41.96%	1,095,225	36.38%
Ben Parkinson*	Ordinary	1,052,275	41.92	1,052,275	40.31%	1,052,275	34.96%
Josh Luschwitz*	Ordinary	250,000	9.96	250,000	9.58%	250,000	8.31%
Michelle Purvis	Ordinary	100,000	3.98	100,000	3.83%	100,000	3.32%
Mohamad El Assaad	Ordinary	10,193	0.41	10,193	0.39%	10,193	0.34%
Mieke Jansen van Rensburg	Ordinary	2,500	0.10	2,500	0.10%	2,500	0.08%
CSF Offer Shares	Ordinary	0	0.00	100,000	3.83%	500,000	16.61%
Total		2,510,193	100	2,610,193	100	3,010,193	100

### 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 and Shareholder Agreement is available on the Intermediary's platform.



## 2.3.2 Debt funding & other sources of funding

To date, the development of the Wavie platform and key activities have been funded by the co-founders and through equity.

### **Equity**

Private Property Hub Holdings Pty Ltd has previously raised \$212,050 from a pre-Seed equity raise from investors.

### **Directors Loan**

A non-current Directors loan of \$1914.27 to Private Property Hub Holdings Pty Ltd will be paid down via operating revenue at a future date. Please note that any equity raised as a result of the crowd sourced funding campaign will not be paid towards the outstanding amount of the loan.



## 2.4 Directors and senior managers



### **Andy Dunn | Co-Founder & CEO**

A seasoned entrepreneur with over two decades immersed in construction, Andy is a maestro of operations. His journey includes helping various ventures, both triumphs and lessons, that enriched his business acumen. This vast experience makes him adept at streamlining, optimizing, and innovating business processes, ensuring Wavie's operations are seamless and efficient.



### **Josh Luschwitz | Co-Founder & Managing Director**

A third-generation real estate agent, Josh comes with a legacy over 17 years in the industry. His hands-on experience coupled with his agency operations gives him unparalleled insights into market shifts and user profiles. Recognising the impending wave of change, he champions Wavie as the transformative force in real estate's future.



### **Ben Parkinson | Co-Founder**

With a background blending design and business, Ben is the creative pulse of Wavie. His former venture—a thriving surfboard manufacturing business—stands testament to his design prowess and entrepreneurial spirit. An ardent property enthusiast, from crafting homes to tracking industry trends, Ben ensures Wavie remains at the cutting-edge of property innovation.



### **Ken Kencevsk | Interim Chief Technology Officer (outsourced)**

Ken is the founder/ CEO Devika, a tech boutique renowned for its clientele including Westpac and HP, Ken is a beacon of technological innovation. A dedicated advocate for the power of technology to enact change, his passion mirrors in every project he undertakes. Ken's belief in continuous learning and exploration guarantees Wavie's tech front stays avant-garde. Ken is currently providing interim CTO support until the appointment of a CTO, pending the outcome of the capital raise.

### **Advisors**

The Directors access the support of a growing Advisory network comprising industry specialists to help it to shape its strategic and commercial operations.

### 2.4.1 Legal or disciplinary actions

There are no legal or disciplinary actions against the Directors or Senior Management at the date of publishing this Crowd Sourced Funding Offer Document.



## 2.5 Risks facing the business

An investment in Private Property Hub Holdings 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).

Type of risk	Description of risk
<b>Not yet commercialised</b>	The Company's subsidiary, Wavie Pty Ltd has a limited operating history and is not yet generating revenue as the core platform is not yet commercialised. Commercial success will depend on many factors, including the ability to acquire customers. The inability to successfully launch and acquire customers may have a material adverse effect on potential revenue and prospects. To mitigate this risk, Wavie Pty Ltd has performed pre-launch marketing activity, securing expressions of interest in utilising the platform upon launch, in addition to generating awareness among commercial channel partners in advance of the launch of the platform.
<b>Funding</b>	The Company is in the process of raising funds to achieve its strategic business objectives during the next 12-18 months. The Company may not raise all the required funding and therefore funded activities may need to be scale-back activities accordingly. Depending on the success of the Offer, the Company may also need to raise additional funds in the future from investors or third parties. The Company cannot guarantee the availability of funds in the future, or that the funds will be available on favourable terms.
<b>Technology Security and Down Time</b>	Wavie is a technology platform and technology risks associated with the development, ability to scale, reliability and security, and down-time may adversely impact the operations of the business. To mitigate the risk, Wavie utilises third party Amazon Web Services (AWS) which is a widely used and highly regarded cloud computing platform and plans upgrades to features and actively monitors its technology, to minimise risk of unscheduled down-time.
<b>Reliance upon Third Party Integrations</b>	Wavie's platform relies upon third party integrations to provide selected services and is dependent upon the information, services, and technology availability of the providers of these services. To mitigate risk of non-supply of the services, Wavie has selected reputable providers and has access to other suppliers if required.
<b>Customer Demand</b>	Customer acquisition and demand for the Wavie platform is imperative to the commercial success of the business and lack of customer demand may adversely impact the business's ability to realise potential return. To mitigate this risk, the Directors have undertaken comprehensive research in shaping the Wavie platform and performed initial marketing activity to raise awareness and to generate interest ahead of the launch in early 2024. Sales and marketing strategies will be implemented with funds raised to support customer acquisition.
<b>Regulatory and multi-jurisdictional Requirements</b>	Wavie Pty Ltd operates within the Australian Real Estate Industry and one of its Director's has a corporate Class 1 Real Estate License to enable the business to perform key activities within the Australian market. The Directors of Wavie Pty Ltd have plans to enter other markets including New Zealand. Entry to other markets may have different regulatory requirements an impact the business's ability to operate in those markets. To mitigate the risk, the business will explore in advance, the requirements for operating in other jurisdictions including the different licenses which may be required.



## 2.6 Financial information

### Private Property Hub Holdings Pty Ltd ABN 57 667 245 276 For the Period ended September 2023.

The Directors have prepared the financial statements on the basis that the company is a non-reporting entity because there are no users dependent on general purpose financial statements. The financial statements are therefore special purpose financial statements which have been prepared to meet the needs of the members. The financial statements have been prepared in accordance with accounting standards.

#### Balance Sheet

Private Property Hub Holdings Pty Ltd  
As at 30 September 2023

	Notes	30 Sep 2023
<b>Assets</b>		
<b>Current Assets</b>		
Cash and Cash Equivalents	2	2,565.01
<b>Total Current Assets</b>		<b>2,565.01</b>
<b>Non-Current Assets</b>		
Trade and Other Receivables	3	119,437.31
Intangibles	4	1,313.50
Investments	5	100.00
<b>Total Non-Current Assets</b>		<b>120,850.81</b>
<b>Total Assets</b>		<b>123,415.82</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Financial Liabilities	6	1,914.27
<b>Total Non-Current Liabilities</b>		<b>1,914.27</b>
<b>Total Liabilities</b>		<b>1,914.27</b>
<b>Net Assets</b>		<b>121,501.55</b>
<b>Equity</b>		
Issued Capital	7	121,500.00
Retained Earnings	8	1.55
<b>Total Equity</b>		<b>121,501.55</b>

#### Profit and Loss Statement

Private Property Hub Holdings Pty Ltd  
For the period ended 30 September 2023

	Notes	Apr-Sep 2023
<b>Income</b>		
Interest Income		1.55
<b>Total Income</b>		<b>1.55</b>
<b>Profit before Tax</b>		<b>1.55</b>
<b>Profit after Tax</b>		<b>1.55</b>



## 2.6 Financial information

### Statement of Cash Flows

Private Property Hub Holdings Pty Ltd  
For the period ended 30 September 2023

Account	Apr-Sep 2023
<b>Operating Activities</b>	
Interest received	1.55
<b>Net Cash Flows from Operating Activities</b>	<b>1.55</b>
<b>Investing Activities</b>	
Loans to related company	(119,437.31)
Purchase of unlisted shares	(100.00)
Purchase of other assets	(1,313.50)
<b>Net Cash Flows from Investing Activities</b>	<b>(120,850.81)</b>
<b>Financing Activities</b>	
Proceeds from capital issued	121,500.00
Loans from directors	1,914.27
<b>Net Cash Flows from Financing Activities</b>	<b>123,414.27</b>
<b>Net Cash Flows</b>	<b>2,565.01</b>
<b>Cash and Cash Equivalents</b>	
Cash and cash equivalents at beginning of period	-
Net change in cash for period	2,565.01
Cash and cash equivalents at end of period	2,565.01

### Statement of Changes in Equity

Private Property Hub Holdings Pty Ltd  
For the period ended 30 September 2023

	Ordinary Shares	Retained Earnings	Total
Opening balance	-	-	-
Capital issued	121,500.00	-	121,500.00
Profit for the period	-	1.55	1.55
<b>Balance at 30 September 2023</b>	<b>121,500.00</b>	<b>1.55</b>	<b>121,501.55</b>



# Section 3

## Information about the Offer

### 3.1 Terms of the Offer

The Company is offering up to 500,000 shares at an issue price of \$1.50 per share to raise up to \$750,000. 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>
<b>Shares</b>	Fully-paid ordinary shares
<b>Price</b>	\$1.50 per share
<b>Minimum Parcel of Shares</b>	200 shares (\$300)
<b>Minimum Subscription</b>	\$150,000
<b>Maximum Subscription</b>	\$750,000
<b>Opening date</b>	24/11/2023
<b>Closing date</b>	08/12/2023

A description of the rights associated with the shares is set out in Section 3.3 below and a copy of the Company's constitution is available on the Intermediary's platform.

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 these 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**

<b>Intended use</b>	<b>Minimum Subscription</b>	<b>Midpoint Subscription</b>	<b>Maximum Subscription</b>
	<b>\$150,000</b>	<b>\$400,000</b>	<b>\$750,000</b>
Technology development	\$60,000	\$75,000	\$250,000
Sales and marketing	\$20,000	\$50,000	\$150,000
Working capital	\$60,000	\$250,000	\$300,000
Offer costs	\$10,000	\$25,000	\$50,000
<b>Total funds</b>	<b>\$150,000</b>	<b>\$400,000</b>	<b>\$750,000</b>

In Table 5, 'Technology development' will see funds directed to the completion of the version 1.0 of the Wavie Platform, to be launched in February 2024. Achieving the maximum subscription would enable the business to develop the full platform capability.

'Sales and marketing' will see funds directed to key strategic digital and social media activities targeting millennial property owners in a campaign to drive acquisition, as well as general marketing activities to raise brand awareness among all property owners in Australia.

'Working capital' includes overhead expenses, employee wages and director remuneration. Details of payments to be made to directors and senior managers are itemised below:

- **Directors' remuneration:** It is planned that from 15th November, Andy Dunn, Director, and CEO will commence in a full-time capacity with Wavie Pty Ltd (ceasing his existing full-time employment) and receive remuneration between \$30,000 per annum (if Minimum Subscription is raised only) increasing to \$150,000 per annum following the launch of the platform (if Maximum Subscription is reached). Andy will continue to subsidise his own earnings through external consultancy work.
- **Senior manager remuneration:** No senior managers are currently employed by the business on a full-time basis. It is anticipated that funds raised will enable the appointment of an in-house Chief Technology Officer. It is planned that the Technology Development, which is currently outsourced, will be brought in-house through operational revenue.

'Offer costs' 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.



## 3.2 Use of funds

The Directors 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, technology development will be focused on the launch of version 1.0 and sales and marketing activities will be focused on those initiatives to drive early revenue and customer acquisition among millennial property owners.

## 3.3 Rights associated with the shares

Immediately after issue, the shares will be fully-paid 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 with fully-paid Ordinary Shares 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 among Members holding shares having Rights to participate in the division of any surplus assets or profits of the Company after secured and unsecured creditors of the Company.



## 3.4 Details of previous CSF offers

No Director of the Company or its subsidiaries have previously been involved in a Crowd Sourced Funding Offer.



# Section 4

## Information about investor rights

### 4.1 Cooling-off rights

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 Wavie Investment.
4. Click the "Withdraw" button below the Wavie logo.
5. Confirm the selection by clicking the "Confirm" button on the pop-up.
6. Your Withdrawal request will be processed.

This may take a few days to complete. After your withdrawal has been processed, the Intermediary will refund the application money to your nominated account as soon as practicable.

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

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

### 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.wavie.com.au](http://www.wavie.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.

Shareholders 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.



# Glossary

**Company** means Private Property Hub Holdings Pty Ltd ACN 667 245 276

**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 ACN 609 908 009

**IP Holding Company** means HD Digital Pty Ltd ACN 651 495 555 as a subsidiary of subsidiary of Private Property Hub Holdings Pty Ltd

**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

**Service Company** means Wavie Pty Ltd ACN 671 590 962 as a subsidiary of Private Property Hub Holdings Pty Ltd