



ASX:DW8

Kaddy Acquisition
Investor Presentation

October 2021
ASX RELEASE



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Investment opportunity

- Australia's total liquor market is estimated to be worth \$37.2 billion.¹
- However it is highly fragmented, inefficient and consists of many subscale businesses.
- **WINEDEPOT** & Kaddy are two technology companies focused on digitally transforming this market.
- Both have achieved significant success, albeit from two different directions.
- Recognising the potential value produced released by bringing the two market leading technology businesses platforms together, **DW8 has agreed to acquire 100% of Kaddy** for a combination of cash and script.
- Together they create an unrivalled and highly synergistic technology platform company that has applications not just in Australia, but in many other countries.
- A powerful value proposition for the industry that in simple terms *lets drinks flow*.
- DW8 is raising a minimum of **\$12.75m** to help fund the acquisition and expansion of Kaddy.

We welcome you to join us on this exciting journey.

1. <https://www.statista.com/outlook/cmo/alcoholic-drinks/australia>

A shared vision

Two fast growing tech companies with visions and value propositions that are aligned and complementary.



Launched September 2019, WINEDEPOT is the leading tech enabled logistics platform in Australia serving the wine industry

- ✓ Australia focused with global ambition
- ✓ Operates in D2C, B2C, B2B
- ✓ 600+ suppliers (mainly wine focused)
- ✓ 1,000+ products
- ✓ 350+ registered buyers (mainly on-premise)
- ✓ End-to-end national logistics solution



Launched September 2019, Kaddy is the leading wholesale beverage marketplace in Australia for discovery, ordering and payments

- ✓ Australia focused with global ambition
- ✓ Operates in B2B only
- ✓ 400+ suppliers (mainly craft beer, spirits, cider, seltzer)
- ✓ 9,000+ products
- ✓ 1,500+ registered buyers (mainly off-premise)
- ✓ Supplier managed fulfilment model

Differentiated by range, convenience, value and tech-enabled national logistics, the merged proposition will be difficult to beat or replicate.

Kaddy customers

SOLOTEL

APPLEJACK.

PORTRERS
LIQUOR

Cellarbrations

Bucket boys.

MR LIQUOR

1,500+ registered buyers¹

mostly off-premise NSW & VIC venues
(bottle shops/liquor retailers)

400+ suppliers

mostly craft beer, spirits, cider &
seltzer producers

"The service is incredible, super easy, nice and quick. It's just jump on, a couple of clicks and you're away."

Lachlan Sturrock, Applejack Hospitality

"Because there are customers who now want to work with Kaddy, we get wrapped up into their world. So they're helping us get new customers and sell more beer."

Andrew Fineran, Batch Brewing Co

"Kaddy nuked 90% of our accounts receivables issues (and we love you for it)."

Alex Hardie, Mobius Distilling



¹: Registered Buyers are licenced venues that have opened an account but may or may not yet have made a purchase.

WINEDEPOT customers

600+ suppliers

mostly wine producers, distributors & importers

400+ registered buyers¹

mostly SYD & MLB on-premise venues

"As a small family business, we really value the simplicity and streamlined way that Market allows us to get our beers to market."

Jamie Pike Pike Beer

"We're a small family run winery that sells mainly to consumers. The longstanding issue is that it's very hard to improve upon the delivery costs and times offered by freight companies like Australia Post. This is at the core of what WINEDEPOT are trying to solve and why we have come onboard"

Matteo Grilli Primo Estate

"Best experience I've ever had from an alcohol delivery service, extremely satisfied!"

William Rice

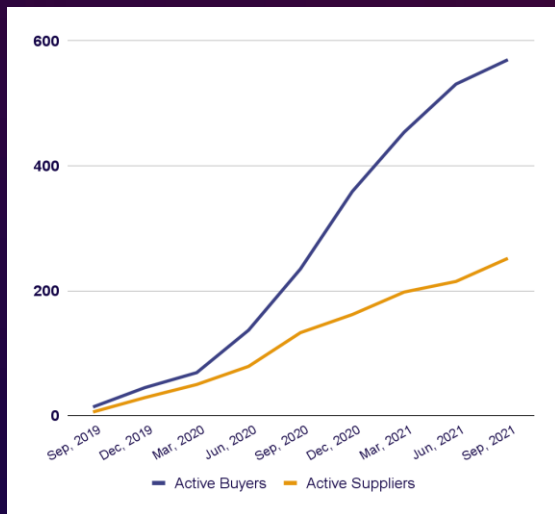
¹: Registered Buyers are licenced venues that have opened an account but may or may not yet have made a purchase.

Kaddy growth metrics

Notwithstanding the impacts of COVID-19, Kaddy has experienced strong growth across all key metrics.

Active Users QoQ¹

Buyers **352%** CAGR, Sellers **218%** CAGR last 18 months



GMV QoQ

803% CAGR last 18 months



Orders QoQ

480% CAGR last 18 months



1: Active Users are Buyers and Suppliers involved in at least one transaction during the quarterly period

Our combined key metrics

Both platforms have strong product market fits which are gaining momentum.

\$21m+

WINEDEPOT

Estimated Annualised Revenue (pre-merger)
(Based on proforma of WINEDEPOT & Parton June 2021 results)

\$18m+

Kaddy

Estimated Annualised GMV (pre-merger)
(Based on Kaddy's September 2021 results)

10,000+

Products

1,850+

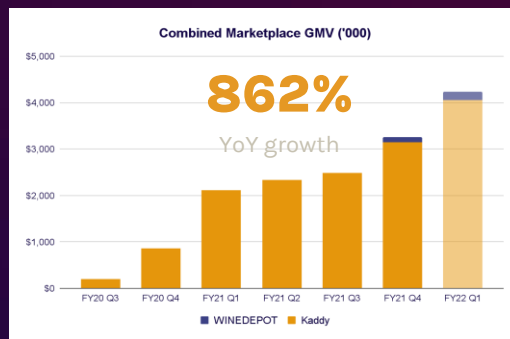
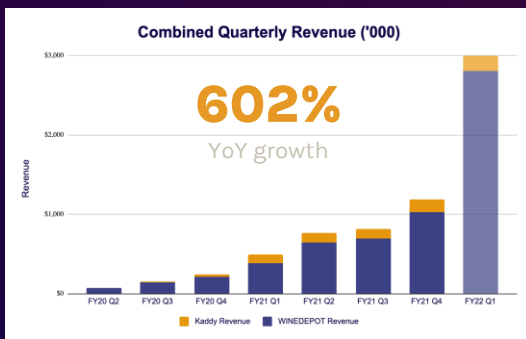
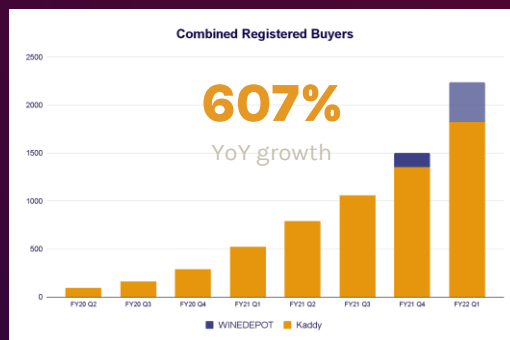
Registered buyers

(Buyer churn can not be accurately presented due to limited operational periods of both businesses and the distortion that has been caused by COVID-19 related lockdowns)

1,000+

Suppliers

(Supplier churn is approximately 1% PA)

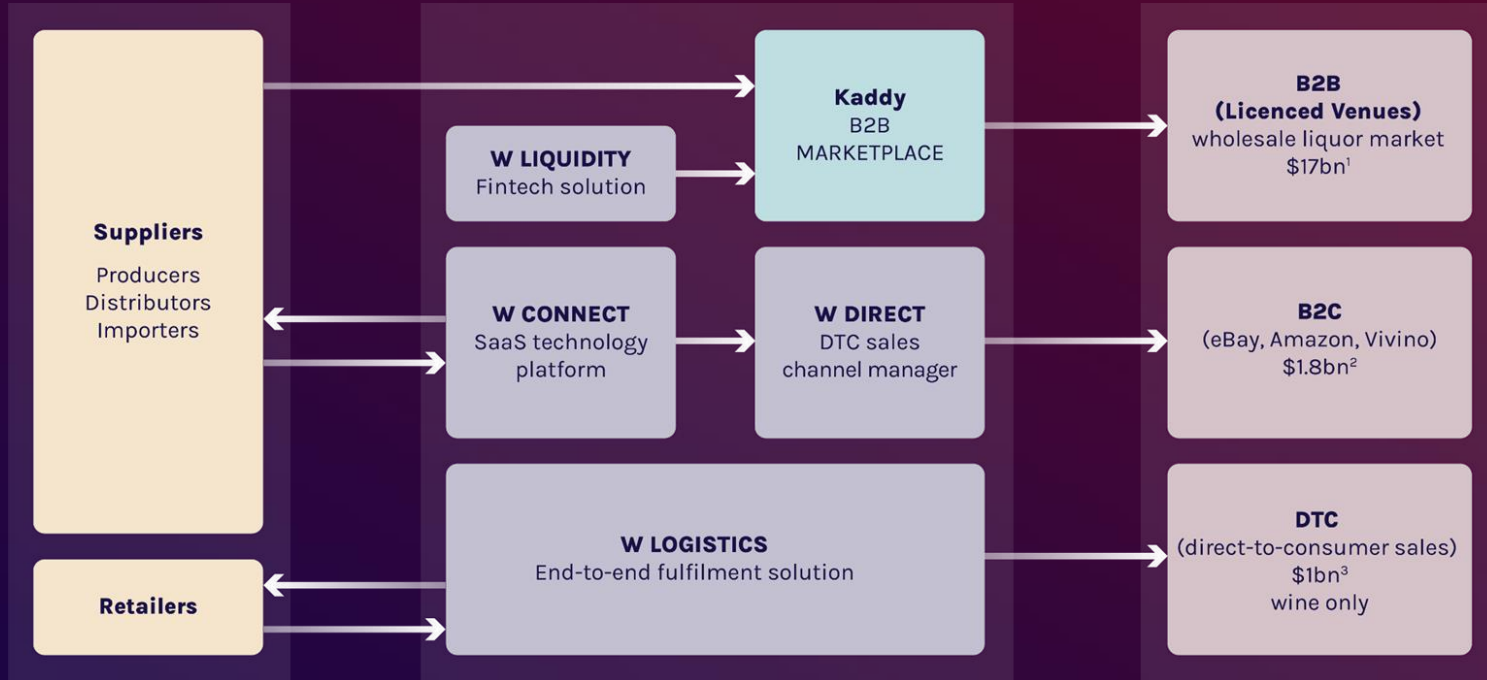


Expected reopening of venues has the potential to accelerate existing growth.

Note: Figures shown for FY22 Q1 are estimates only based on performance at the time this report was prepared.

1. Easily integrated technology

Both companies have proprietary technology that can be easily and quickly integrated to release synergies.



1. Company estimate based on a. 60% of the \$22.1 billion Total Retail Liquor Market cost of goods; and b. 25% of the \$15.1 billion on-premise cost of goods, the difference between the Total Retail Liquor Market and Total Liquor Market.

2. IBIS World - Online Beer, Wine & Liquor Sales in Australia April 2021 showing online sales had reached \$1.8 billion.

3. Wine Australia DTC survey report October 2019 showing DTC wine sales had reached \$1 billion and an allowance for other product categories and the rapid growth in online sales due to COVID-19.

2. Supported by tech enabled logistics

The world's most successful marketplaces leverage fast, cost-effective reliable logistics to differentiate their value propositions and propel sales and growth.



1,000,000+

Cases shipped per year

Based on current annualised run rate

WINEDEPOT's tech enabled SMART logistics platform includes cold chain, temperature controlled and bonded storage allowing the business to service the emerging craft beer, spirits, cider and seltzer markets.

Most importantly, it provides the physical foundations required to underpin the rapid growth of the products offered via technology platform while at the same time creating a significant competitive moat.

Note: Figures shown for FY22 Q1 are estimates only based on performance at the time this report was prepared.

3. Leverage network effects to win

Rapidly scale ecosystem leveraging strong networks effects of an integrated marketplace, operating system and fulfilment solution.

As DW8's ecosystem of buyers and sellers grows, the value unlocked for the industry is compounded. Combining DW8 and Kaddy will result in a major step change in scale providing a competitive moat that is highly defensible.

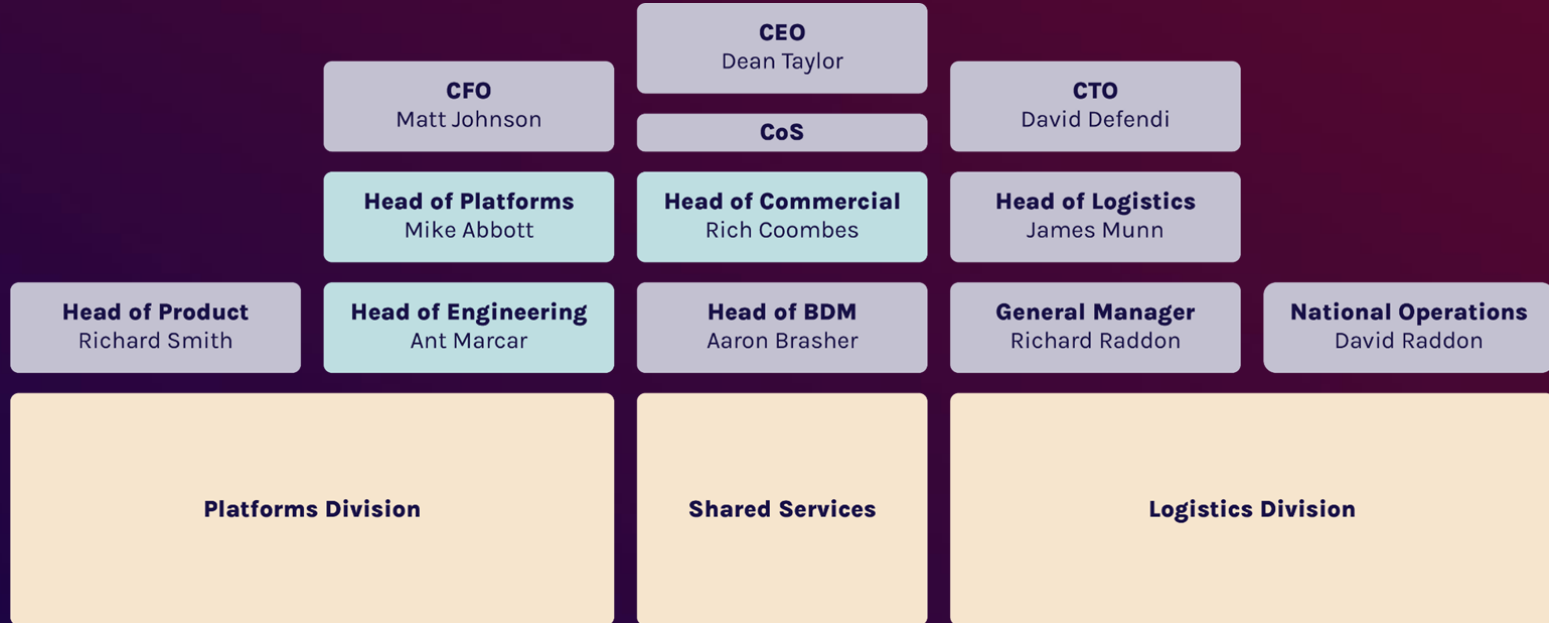
More sellers = more buyers and vice versa.

Currently there is very limited overlap between the customer databases.



4. Driven by an amazing team

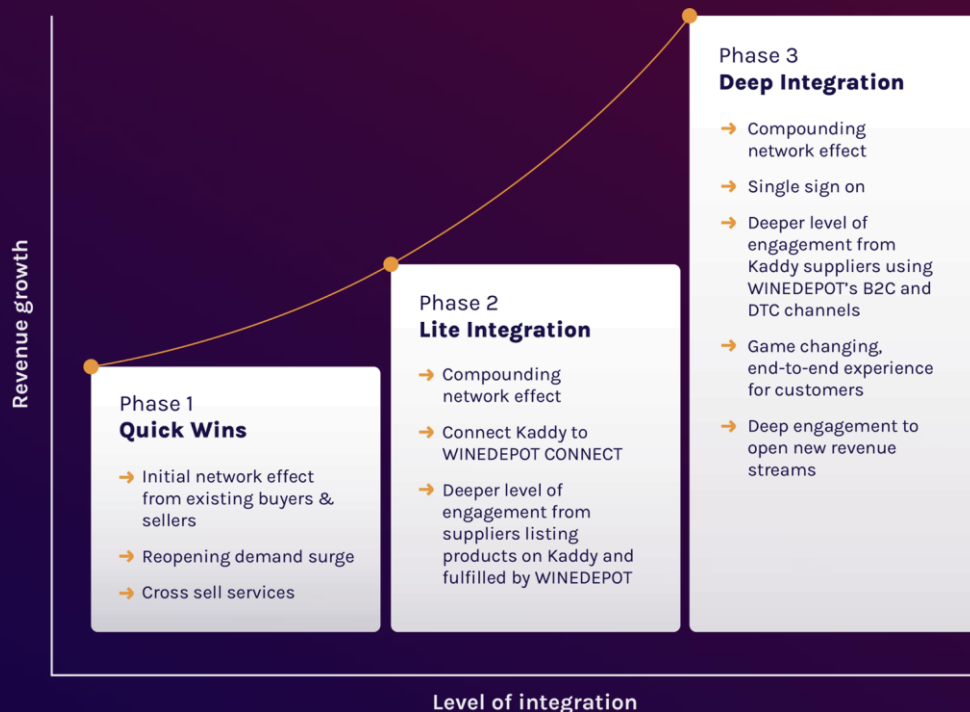
The merger creates a formidable executive team with deep domain expertise that is very difficult to replicate.



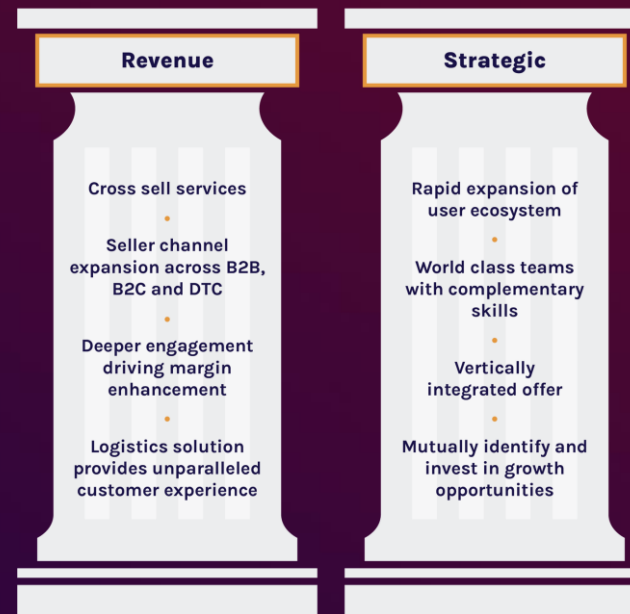
- WINEDEPOT Staff
- Kaddy Staff

5. Strong synergies that drive value

The combination of the two businesses rapidly accelerates DW8's growth potential and delivers multiple strategic and revenue synergies to become a key player in the \$37bn Australian liquor market.



Synergies



6. Large addressable market (Australia)

Integrating the two platforms expands and grows the total addressable market.



Strong industry trends:

1. Craft, independent & boutique products - among fastest growing niches
2. Premiumisation - value growth outpacing volume growth

50,000+

Licensed venues⁸

2,850+

AU & NZ Wineries⁴

2,500+

Distributors & Importers⁵

700+

Breweries⁶

300+

Distilleries⁷

1. <https://www.statista.com/outlook/cmo/alcoholic-drinks/australia>

2. Retail Drinks Australia, Category Insights - Liquor projections for FY21 and beyond presented by IRI - May 2021

3. Company estimate based on a 60% of the \$22.1 billion Total Retail Liquor Market cost of goods; and

b. 25% of the \$15.1 billion on-premise cost of goods, the difference between the Total Retail Liquor Market and Total Liquor Market.

4. IBIS World - Wine Production in Australia Industry Report Sept 2021

5. IBIS World - Liquor Wholesaling in Australia Industry Report June 2021

6. Craftbeerreview.com 'The Brewery List'

7. <https://thewhiskylist.com.au/distilleries/australia>

8. IBIS World - Liquor Wholesaling in Australia Industry Report June 2021

7. Multiple revenue streams

As a vertically integrated platform, we generate revenue across multiple market segments and services.

TRANSACTIONAL REVENUE

LOGISTICS REVENUE

SUBSCRIPTION REVENUE

SEGMENT VALUE

VOLUME OF CASES

POTENTIAL USERS

\$20b

Total addressable market

190m

Total addressable market

175,000+

Employees within the target market

\$17b

Wholesale liquor market

170m

Est. wholesale volume at \$100 per case

50,000+

Total licenced venues

+ \$1.8b

Online liquor retail market

+ 10m

Est. online volume at \$150 per case

3,850+

Combined producers

+ \$1.2b

DTC wine, beer & spirits market

+ 10m

Est. DTC volume at \$150 per case

2,500+

Distributors

Other potential revenue streams available once the platform and marketplace reaches scale include: corporate display advertising, lead generation & monetising data via business intelligence strategies

Key transaction terms

DW8 will acquire 100% of Kaddy for consideration of \$34.25M (subject to shareholder approval at AGM):

- **\$6.75 million in cash** (subject to completion adjustments)
71% of the cash will go to Kaddy Independent shareholders & the remaining 29% to Kaddy Founders & Employees.
- **\$27.5 million through issue of 484.85 million DW8 consideration shares at \$0.05672 per share)**
70% will go to Kaddy Founders and Employees, the remaining 30% balance will go to Kaddy Independent shareholders.
94% of the consideration shares (448.4m) are subject to escrow for various periods.
- Kaddy Founders & Employees will hold a material stake of DW8, owning approx 13% of the fully diluted capital post-merger completion. The same group currently owns 62.2% of Kaddy.
- Kaddy Independent Shareholders will hold approx 5% of DW8 fully diluted capital post merger.
- Mike Abbott, co-founder of Kaddy will join the DW8 Board as an Executive Director.

Indicative Pro Forma Capital Structure

Current Shares on Issue	1,781.81m					
Performance Shares due to vest	100.00m					
\$12.75m Capital Raise via Placement \$0.056	227.68m					
Total Consideration Shares	484.85m	Day 1	6 months	12 months	18 months	24 months
- Vesting		314.7m	42.5m	42.5m	42.5m	42.5m
- Subject to escrow		448.4m	309.3m	170.2m	85.1m	-
\$2.00m Share Purchase Plan at \$0.056	35.71m					
Post Transaction Shares on Issue*	2,630.05m					

*Assumes subscriptions of \$2M are received via the Share Purchase Plan

Release of consideration shares

Kaddy Founders & Employee Shareholders

A total of 340.4m consideration shares will be issued to Kaddy Founders & Employees. 50% of these shares will vest upon completion.

	No. shares issued	% of Total Consideration Shares	50% vested on Completion
Kaddy Founders	230.7m	48%	115.3m
Kaddy Employees	109.7m	23%	54.8m

The remaining 50% are progressively released in four equal instalments, subject to the vesting conditions set out in the table below:

	12.5%	12.5%	12.5%	12.5%
Vesting Condition	42.5m shares	42.5m shares	42.5m shares	42.5m shares
1. Kaddy Trailing Twelve Month GMV	\$25m	\$50m	\$75m	\$100m
2. Continued employment	6 months	12 months	18 months	24 months

100% of the consideration shares issued to Kaddy Founders and Employees are subject to a six month escrow period.

This requirement progressively falls away by 25% per six month period, commencing on the six month anniversary of Completion.

Kaddy Major Independent Shareholders

The 108.0m consideration shares provided to Kaddy 's Major Independent shareholders (22% of total) are fully vested upon Completion. All shares are subject to escrow with 50% released after six months and the remaining 50% after 12 months.

Release of consideration shares

Kaddy Minor Independent Shareholders

The 36.4m consideration shares provided to Kaddy 's Minor Independent Shareholders (8% of total) are fully vested on Completion and not subject to any escrow conditions.

Kaddy Founders & Employee Performance Shares

During the first four years post Completion, Kaddy Founders and Senior Employees will have the ability to earn Performance Shares totalling up to 4.5% of the fully diluted share capital for DW8 the for the achievement of the agreed Revenue and GMV targets set out in the table below.

Condition	Performance Shares Milestone 1	Performance Shares Milestone 2	Performance Shares Milestone 3
Kaddy Trailing Twelve Month GMV	\$100m	\$200m	\$300m
Kaddy Trailing Twelve Month Revenue	\$5m	\$10m	\$15m
Kaddy Founder Performance Shares	1.0% DW8 fully diluted share capital	1.0% DW8 fully diluted share capital	1.0% DW8 fully diluted share capital
Kaddy Senior Employee Performance Shares	0.5% DW8 fully diluted share capital	0.5% DW8 fully diluted share capital	0.5% DW8 fully diluted share capital

GMV means Gross Merchandise Value, Revenue and GMV targets exclude GST.

Capital requirement & use

- To fund this acquisition, DW8 is seeking to raise a minimum of \$12.75 million, via a single tranche Placement at \$0.056 per share to institutional and sophisticated investors (“Placement”).
- DW8 Directors have committed \$125,000 to the placement (subject to shareholder approval at the AGM).
- Strategic investors have also agreed to participate in the placement.

Use of Funds

Cash component of the purchase price	\$6.750 million
Expansion capital for Kaddy marketplace development	\$5.300 million
Costs of the capital raising	\$0.700 million

TOTAL	\$12.75 million

- DW8 will also launch a \$2.00 million Share Purchase Plan (SPP) on the same terms and conditions to existing shareholders. Funds raised from the SPP will be applied towards extra sales & marketing activities and general working capital.

Interim funding

DW8 has offered up to \$1m in interim expansion funding to Kaddy by way of Convertible Notes pending DW8 shareholder approval, such funding to be extinguished at Completion.

Mike Abbott will join the board of directors



PAUL EVANS
NON-EXECUTIVE CHAIRMAN

Paul has 29 years of private equity experience with 3i in the United Kingdom and with AMP, Gresham and Ironbridge in Australia. In 2003 Paul became one of the Founding Partners of Ironbridge and has represented Ironbridge on the Boards of Barbeques Galore, iNova Pharmaceuticals and Amart Furniture. From 2017 to 2021 Paul was Director, Operations for Pacific Road Capital. He is also a keen wine collector and the Chairman of Elderton Wines Advisory Board.



JAMES WALKER
NON-EXECUTIVE DIRECTOR

James is a seasoned executive, with a track record in successfully commercialising cutting-edge technology in emerging markets. He has headed a number of Australian and international technology companies, including as CEO of DroneShield (ASX:DRO) and CFO of Seeing Machines (AIM: SEE). James is currently Executive Chair of Bluglass (ASX:BLG) and Native Mineral Resources (ASX:NMR) as well as joint CEO of Scalare Partners Pty Ltd.



MICHELE ANDERSON
NON-EXECUTIVE DIRECTOR

Michele is a highly experienced executive with a strong background in growth, digital transformation & operational leadership. She also has considerable wine industry expertise, having been GM (US & Canada) at Australian Vintage (ASX: AVG). Michele is also a Master of Wine and sits on the board of Baron Philippe de Rothschild. She holds an MBA from the Wharton Business School, a BComm/LLB from UNSW, is an AICD graduate and has been recognised as one of the most influential women in Silicon Valley.



DEAN TAYLOR
CHIEF EXECUTIVE OFFICER

Dean is a start-up veteran with over 27 years of industry experience and seven successful ventures under his belt. He brings the company deep domain experience in ecommerce, marketplaces, digital transformation & platform businesses. Named one of the 50 Stars of Wine and TOP 50 People in E-commerce, he is well known and highly regarded within the wine industry, online retail and entrepreneur communities. All of his ventures have been disruptive and technology focused putting him in an ideal position to lead this venture.

NEW ADDITION



MIKE ABBOTT
EXECUTIVE DIRECTOR

Mike is co-founder and CEO of Kaddy and will lead the combined DWB marketplace business as Head of Platforms. Previously to Kaddy, Mike co-founded Uber in Australia in 2012 and spent 6 years building out Australia and New Zealand – one of the strongest Uber markets globally. Mike spent time as GM of Queensland before becoming Head of Operations, Strategy & Planning for ANZ. Prior to Uber Mike spent 6 years working in Corporate Finance at Bell Potter.

Corporate overview



13 October 2021

Share price	\$0.066
Shares on Issue	1,781.8m
Listed options on Issue @\$0.015	46.6m
Unlisted options on issue @ various prices	60.3m
Performance Rights	125m *
Performance Securities (Partons)	38.6m
Market Capitalisation	\$117.6m
Enterprise Value	\$111.2m
Cash at 30 June 2021	\$6.4m
Total number of shareholders	10,247
% owned by Top 5 holders	14%
% owned by Top 20 holders	25%
% owned by Board	6.9%

* NOTE:

100m Performance Rights allocated to DW8 CEO Dean Taylor (or nominee) as part of his employment agreement are expected to vest in October 2021.

Top 5 Shareholders

Whodeanie Pty Ltd (Dean Taylor)*	5.5%
BNP Paribas Nominees	3.1%
Citicorp Nominees	2.2%
Mr George Lontos	1.5%
Rorty Crankle Pty Ltd (Paul Evans)	1.5%

Share Price Performance





Appendix

Kaddy Acquisition
Investor Presentation

Integrated C suite

The integration of the businesses brings together a team of highly experienced professionals that possess deep domain expertise across marketplaces, online retailing, logistics, technology, fintech & SaaS.



Dean Taylor CEO

Founder of WINEDEPOT, Dean is a highly-regarded serial entrepreneur with eight successful wine / tech businesses under his belt. Each has used technology to either disrupt or differentiate their customer proposition and establish significant market share in relatively short periods. His latest venture WINEDEPOT leverages his experience across the entire width and breadth of the industry to create an integrated platform that is revolutionizing the wine supply chain.



Matt Johnson CFO

Matt is a Chartered Accountant with over 25 years of experience in a range of local and international businesses. Companies he has worked for include PBL, British Telecom, Westfield, George Patts, Fairfax and DMG World Media. Over the last 5 years, Matt's focus has been mostly helping fast-growing SaaS and Fintech businesses including Maestrano, Inlogik and GeoOP (NZA:GEO).



Davide Defendi CTO

Davide is a technology leader experienced in advancing companies from inception through to sale, across several industries. From a start-up perspective Davide has been involved with/founded two digital agencies, a technology recycling & service business, an instant messaging business similar to WhatsApp with more than 15 million users and an IOT based enterprise. He's served on the boards of both public ASX listed and private companies.



triptech



wineark
FOR COLLECTORS OF FINE WINE



Geo



Integrated leadership team

Both teams are Sydney headquartered, making it easy to collaborate, inspire & motivate each other. The overlap in skills and experience is negligible. Together execution risk is reduced and competitive moat is reinforced.



Mike Abbott Head of Platforms

Co-founder of **Kaddy**, Mike also co-founded Uber in Australia in 2012 and spent 6 years building out Australia and New Zealand – one of the strongest Uber markets globally. Mike spent time as GM of Queensland before becoming Head of Operations, Strategy & Planning for ANZ. Previous to Uber Mike spent 6 years working in Corporate Finance at Bell Potter.

Mike will be joining the DWS Board of Directors.



Rich Coombes Head of Commercial

Co-founder of **Kaddy**, Rich also co-founded several successful beverages businesses including Batlow Cider, Will & Co Coffee and Capital Brewing. He has a deep understanding of all facets of wholesale operations, including sales, marketing and distribution, as well as supply chain management. Prior to these ventures, Rich spent 5 years in Investment Banking at UBS and Investec.



James Munn Head of Logistics

Founder of **Wine Delivery Australia** acquired by WINEDEPOT in 2020. James is a highly experienced supply chain professional, with over two decades of experience in the warehousing and logistics sector. He founded Wine Delivery Australia a business Prior to this James founded Restore (Eastcoast) Pty Ltd, a company that offered businesses access to an end-to-end logistics solution for their Point of Sale (POS) merchandise, collateral, and technology systems.

Uber

WILL & CO[®]
CULTURE OF COFFEE



Walmart

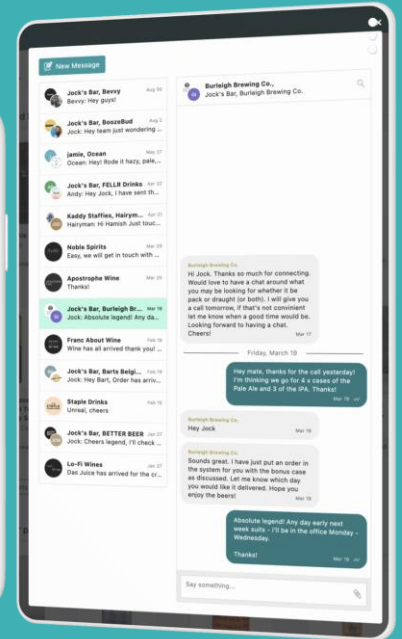
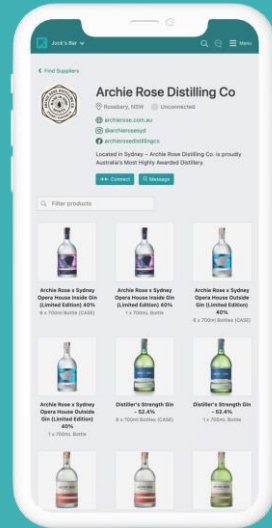
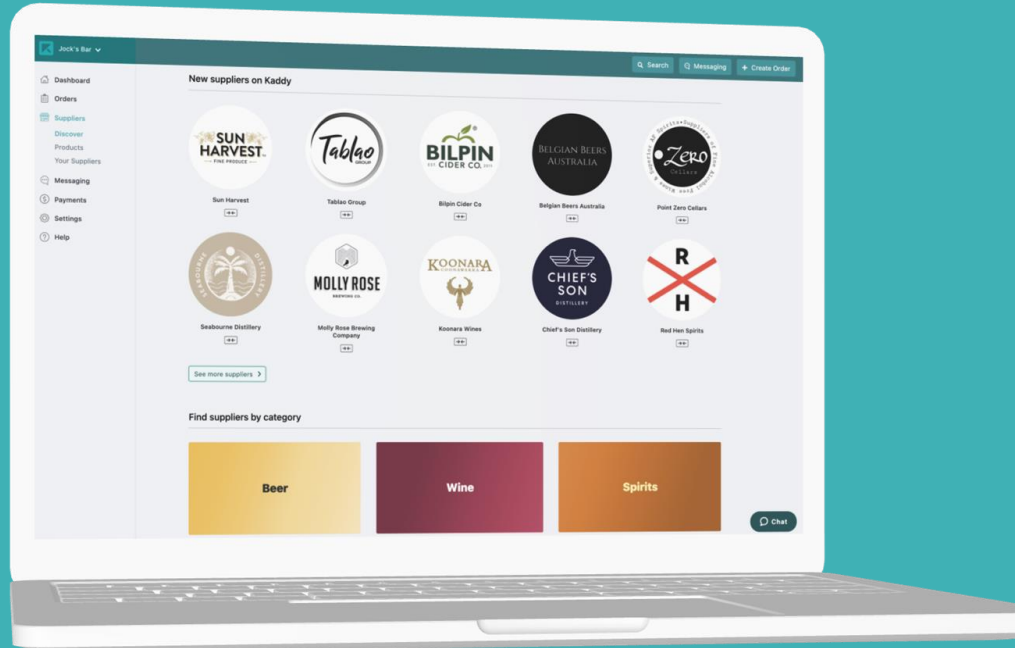
ORACLE



Kaddy



Launched in September 2019, Kaddy is the leading wholesale beverage marketplace in Australia for discovery, ordering and payments. Discover, connect and order directly from **400+ beverage suppliers**, all in the one online marketplace.



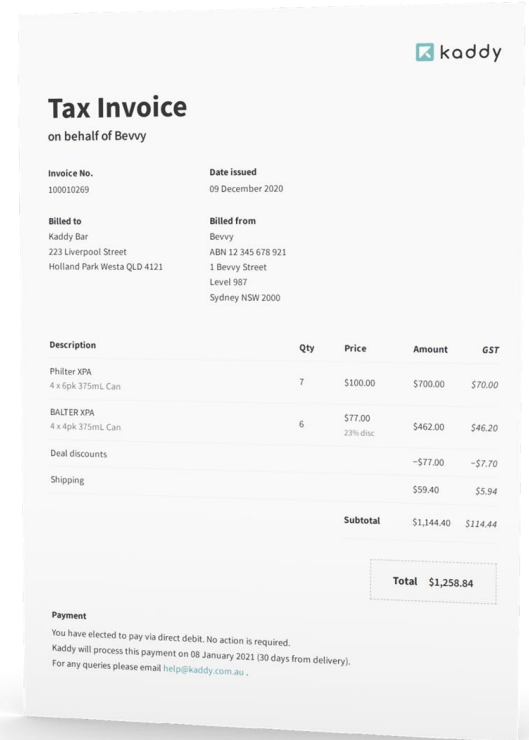
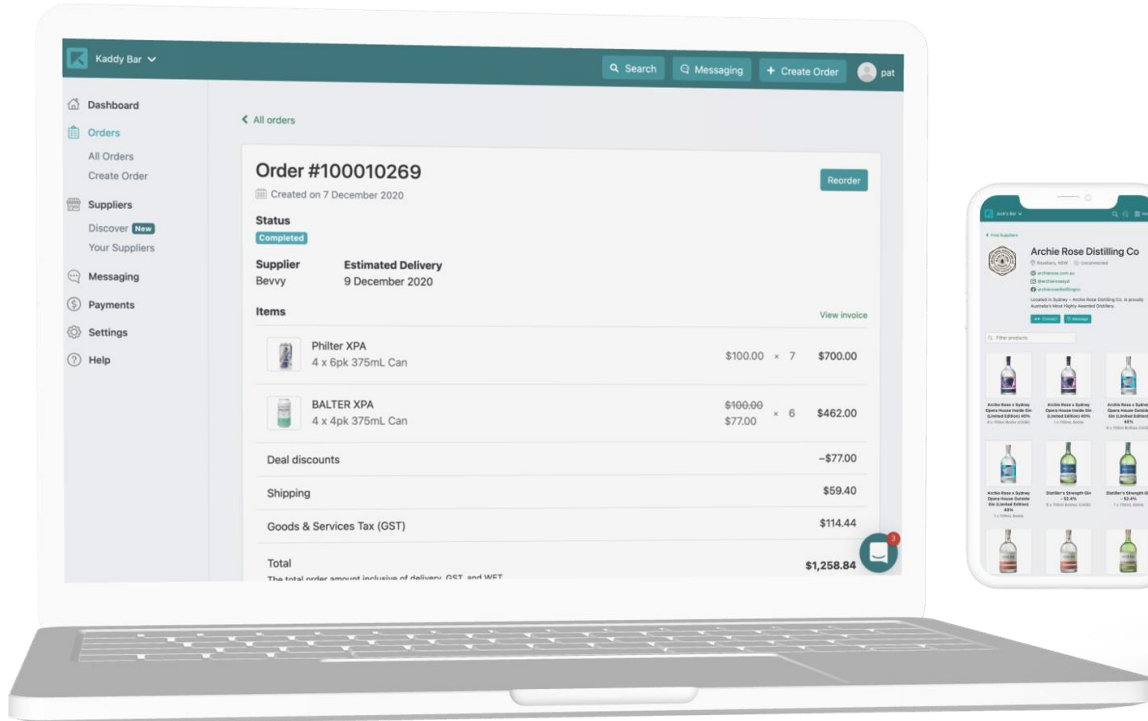
Kaddy value proposition

Strong product market fit has allowed the marketplace to rapidly scale, connecting buyers to sellers in the wholesale beverage industry and streamlining the way they interact and trade.

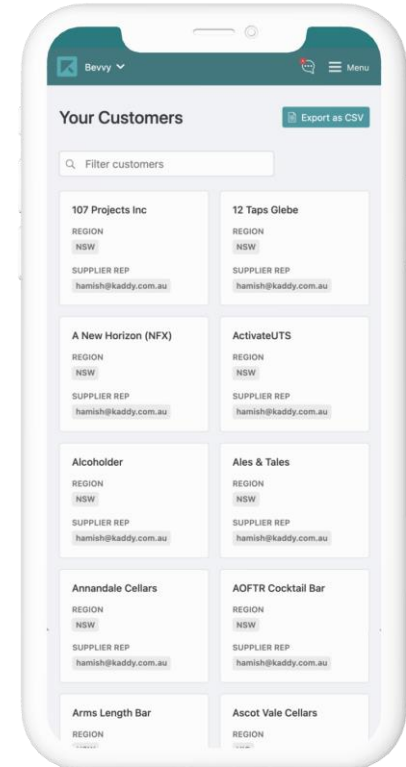
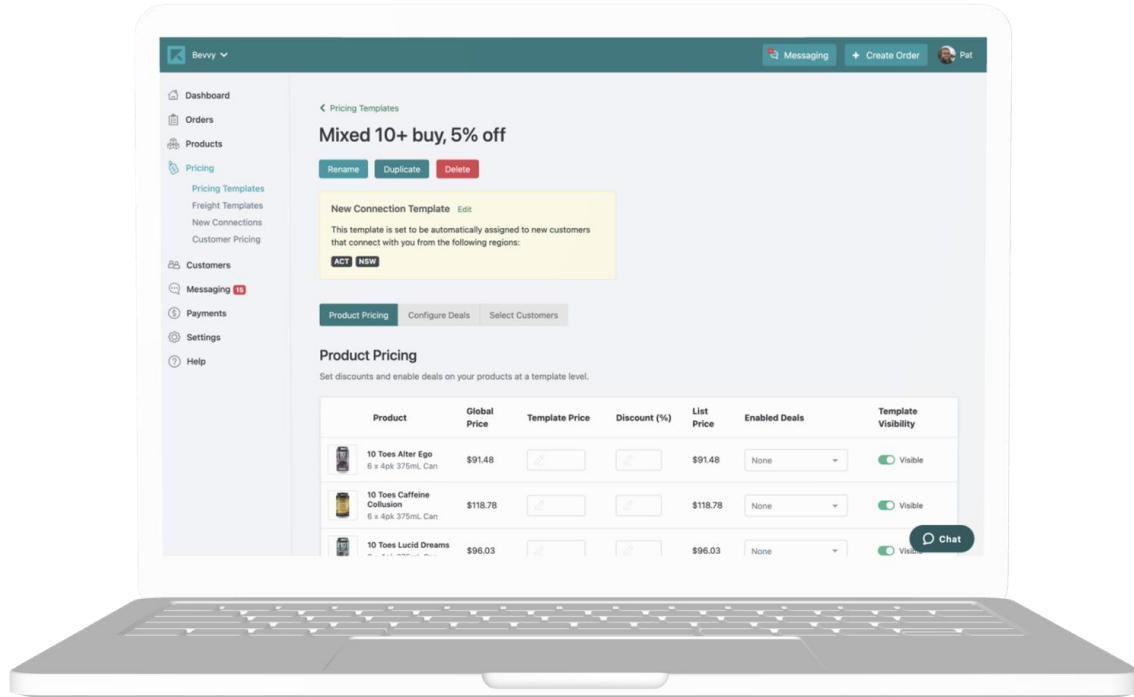
 For retailers & venues (buyers)	 For suppliers (sellers)
<ul style="list-style-type: none">+ Product & brand discovery+ Consolidated trading relationships+ Streamlined order processing+ Flexible payment terms+ Insights & data to drive better buying decisions	<ul style="list-style-type: none">+ Centralised route to market+ Lead generation+ Customer relationship management tools (CRM)+ Streamlined order processing+ Cashflow

- Revenue model = order processing fees + subscriptions with further ways to monetise

Consolidated order and invoice management



Robust pricing, freight and customer management tools for suppliers



WINEDEPOT is a tech enabled logistics platform designed to streamline wine and beverage distribution.

What we offer:

01 MARKET

direct-to-trade online marketplace



02 DIRECT

direct-to-consumer sales manager



03 LOGISTICS

fulfilment and delivery solution



04 CONNECT

order, inventory & technology integration manager



05 LIQUIDITY

payment management solution



Our pillars:



Connect

with millions of consumers and trade buyers across Australia



Deliver

and fulfil orders quickly without lifting a finger, from anywhere in the world



Simplify

order management and logistics through a well-integrated platform



Enjoy

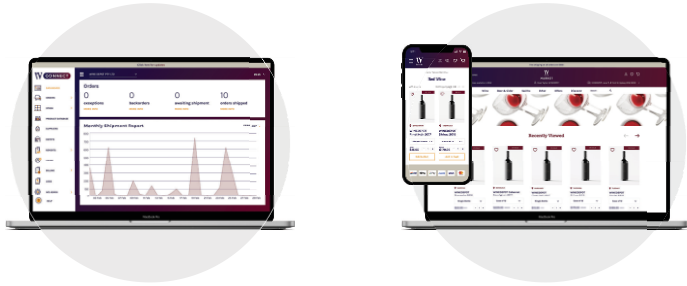
more sales, lower business costs and higher margins

Our purpose is to **streamline wine** – to connect buyers with sellers, simplify technology and take care of logistics in a way that releases and adds value for all.

WINEDEPOT MARKET



WINEDEPOT MARKET is a wholesale marketplace that allows you and other suppliers of all sizes to connect directly with trade buyers.



Suppliers

- ✓ Sell directly to thousands of venues of all sizes across Australia
- ✓ Deliver orders next-day to metro areas without the extra fees
- ✓ Fulfil orders without lifting a finger, anytime and anywhere
- ✓ Free up your time and resources with our integrated logistics solutions
- ✓ Set your prices and get quick, guaranteed payments

Trade Buyers

- ✓ Consolidate orders into one invoice, delivery, and payment
- ✓ Enjoy flexible payment and credit options
- ✓ Access a broad range of products from local and global suppliers
- ✓ Restock your venue in 60 seconds based on your previous purchases
- ✓ Minimise handling and support producers, putting more money back into regional areas

WINEDEPOT DIRECT

WINEDEPOT DIRECT is a simple to use portal that allows you to expand your reach by listing your brands and products across a broad range of online consumer sales channels.



With DIRECT you can:

- ✓ **Reach out to new audiences**
Sell directly to millions of customers across Australia and boost your sales
- ✓ **Experience seamless integration**
Push your products to leading B2C sales channels in a single click, with no setup and integration fees
- ✓ **Have logistics sorted for you**
Automate order management and offer next-day, same-day and on-demand deliveries without lifting a finger



WINEDEPOT LOGISTICS

WINEDEPOT provides you access to an extensive range of reliable, fast, and cost-effective logistics and order fulfilment solutions.

These include:

Cellar Door Service



With this service, we collect your orders from your cellar door, consolidate them at a regional level and then ship them to your customers using our fulfilment network. Leveraging combined buying power we are able to reduce your delivery costs and times while improving customer service levels.

National Distribution Centre



Our centrally located, climate-controlled national distribution centre provides you with a complete order fulfilment solution without the hassle of fragmenting your inventory across multiple storage sites. It's ideal for servicing both consumer and trade customers in the major capitals, offering them guaranteed next day delivery.

Metro Depot Network



Our Metro Depot fulfillment service is ideal for customers with concentrations of customers in particular cities who require a same day or on-demand deliveries. Your orders are automatically routed to the depot closest to the end customer, where they are pick packed and delivered using dedicated delivery fleets.

Our network of depots and dedicated delivery drivers is being expanded across both **Australia** and **New Zealand**

WINEDEPOT CONNECT



WINEDEPOT CONNECT allows you to integrate your existing technologies to our suite of logistics solutions, so you can manage your inventory, orders, and payments across multiple sales channels.



API Integration

Leverage our fully integrated solutions to free up your time and grow your sales with the help of our tech partners.



Product Information Management

Update your product descriptions and prices in one central hub and automatically push new product information on all your channels.



Stock Management

Access your inventory 24/7 and receive notifications as soon as your stock reaches a minimum level.



Order Management

Route orders directly to our depots across the country for packing and shipping.



Data & Consulting

Explore comprehensive reporting to help inform your decisions, with access to the professional advice your business needs across operations, sales, and marketing.



Payment Solutions

Improve your cash flow and get guaranteed payments.

WINEDEPOT LIQUIDITY

WINEDEPOT LIQUIDITY allows you to offer generous credit and payment terms to buyers while accelerating your own cash flow.

Benefits include:

✓ Guaranteed payment

We guarantee your payment even in the event of delayed payment or default from buyers.



✓ Reduced administration tasks

We take care of invoicing the buyers so you can focus on more important business matters.



✓ No wasting time chasing payments

You get paid in 30 days or in as short as **3 days** with our payment accelerator.



The platform connecting you to the rest of the industry

WINEDEPOT helps you simplify and grow your business by connecting you to an ever increasing ecosystem of technologies, sales channels and fulfilment solutions.



Risk factors



Speculative investment

The risk factors identified here ought not to be taken as exhaustive of the risks faced by the Company or by investors in the Company. The factors identified, and others not specifically referred to, may in the future materially affect the financial performance of the Company and the value of its Shares. Potential investors should consider that the investment in the Company is highly speculative and should consult their professional advisers before deciding whether to invest in the Company.

Recent growth and limited trading history

Both the company & Kaddy have short operating histories which have both been positively and negatively effected by COVID-19. While both businesses have demonstrated strong product market fits and high growth metrics, no assurances can be given that they will be able to achieve ongoing commercial viability through the successful acquisition and retention of suppliers and buyers and implementation of their business plans.

Kaddy acquisition completion risk

Completion of the Kaddy acquisition remains subject to the satisfaction of conditions precedent. If the conditions are not satisfied, or either party defaults in the performance of their respective obligations, completion of the acquisition may not occur.

Kaddy acquisition integration risk

There are risks that the integration of the businesses of the Company and Kaddy may take longer than expected and that anticipated efficiencies and benefits of that integration may be less than estimated.

Additional requirements for capital

Further funding may be required by the Company to support its ongoing activities and operations. There can be no assurance that additional finance will be available when needed or, if available, the terms of the financing might not be favourable to the Company and might involve substantial dilution to shareholders.

Pandemic risks

Supply chain disruptions resulting from the transmission of pandemics such as COVID-19 in the community and measures implemented by governments around the world to limit the transmission of the virus may adversely impact the Company's operations, financial position, prospects and ability to raise capital. Interstate travel bans may also lead to delivery issues within the logistics industry.

Risk factors

The following general risk factors relate to the operation of the Company and its online platforms:

- Cloud-based platforms
- Reliance on access to internet
- Brand establishment and maintenance
- Marketing & sales success
- Attracting customers to the platforms
- User experience
- Operating system challenges
- Software risk
- Software integrations risk
- Payment processor distribution or availability
- Protection of company intellectual property rights
- Infringement of 3rd party intellectual property rights or restraint of trade
- Platform programming errors which could harm the brand and/or operating results
- Reliance on 3rd party providers
- Changes in technology
- Hosting provider disruption risk
- Data loss, theft or corruption
- Security breaches
- Contractual risks
- Growth management risk
- Competition risk
- Staffing and reliance on key management risk
- Supply risk
- Inventory risk
- Wine and alcohol taxation risks
- Market conditions
- Economic conditions
- Litigation risk
- Insurance risk
- Regulatory risk

Further details in relation to these risks will be made available in the SPP offer documentation, to be released in due course.



Thank you

To keep abreast of all the latest news and events, including our soon to be launched "Insider" wine club please register your contact details at:

www.digitalwine.ventures