

THE AGENCY

One of the **fastest growing**
Real-estate Group in Australia



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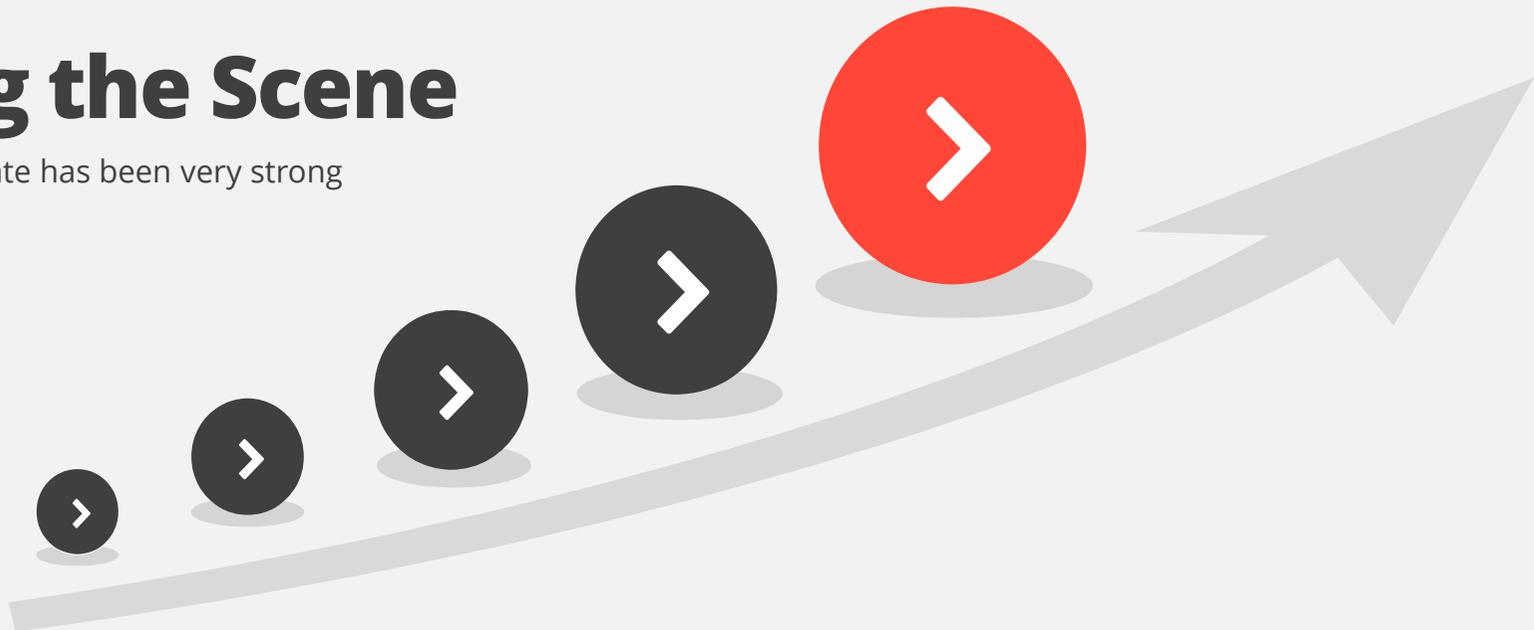
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Setting the Scene

Our progress to date has been very strong



New Business Model

disrupting the real-estate and financial services sectors by reducing structural layers and rewarding all staff through a much more compelling value proposition



Our Technology

via our cloud-based digital platform, combined with our model and our distribution channels makes us successful

- Triple digit growth



Fast Growth

One of the fastest growing real estate business in terms of sales agents and revenue



Proven Model

In both Western Australia (depressed market) and New South Wales (Boom market)

Model Roll Out

Model rolled out in February 2016 and listed on ASX 28th December 2016

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Highlights

WA Group Results June 2017

- The WA real estate market has contracted 9% in sales turn over and 9% in value of the average home and deemed by most experts as the worst real estate market in the country.
- Selective Recruited Sales Agents (minimum requirement plus \$200k commissions previous year in WA) on track - 56 June 2017 (target 75 by 30 June 18)
- 500 property managements and highly respected sales team
- \$1.1bn loan book

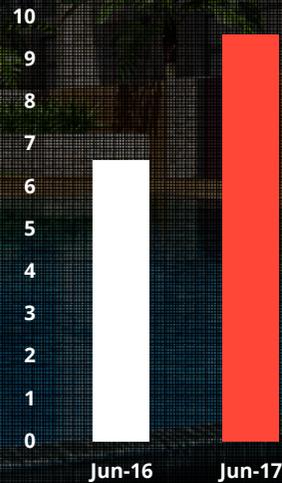
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44.7%

Growth in group revenue for the year

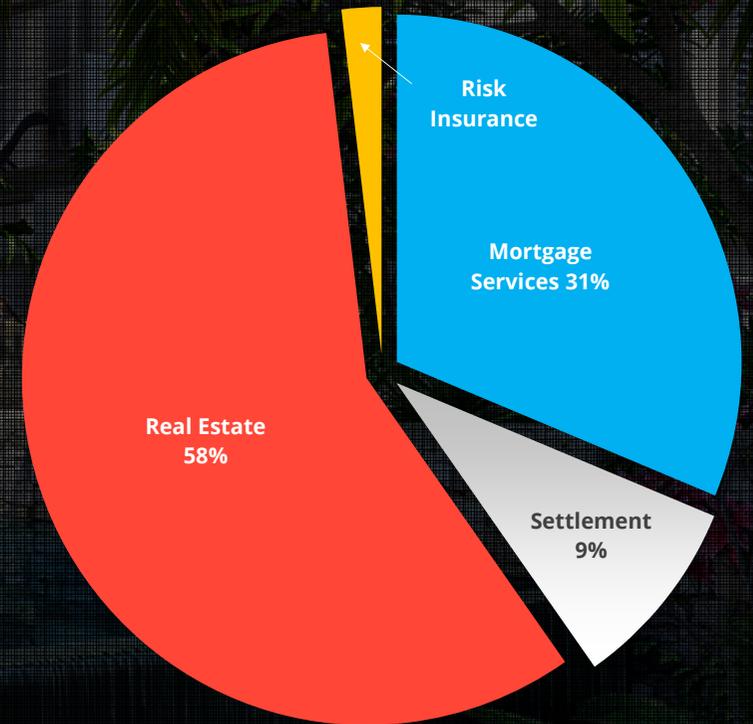
June 2016
\$6.63m

June 2017
\$9.59m



The Agency Group
Revenue

Group Revenue Breakdown (WA) June 2017



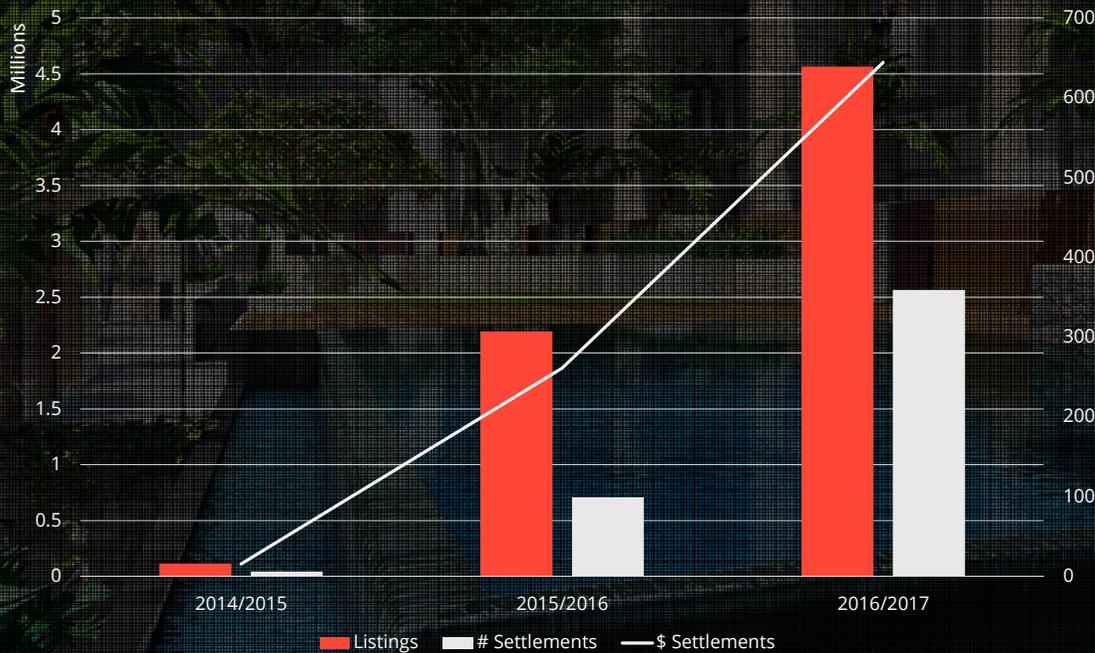
2015 – 90% revenue was Mortgage Services

The Agency (WA) Highlights

Annual Comparison

- The Agency continued its stellar growth with the three main indicators of listings, settlements and gross commissions exceeding 100% growth.

ANNUAL COMPARISON

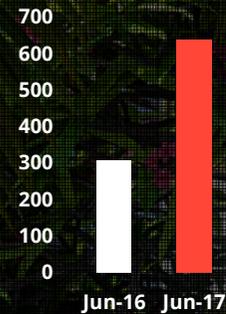


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Listings

June 2016
307

June 2017
639

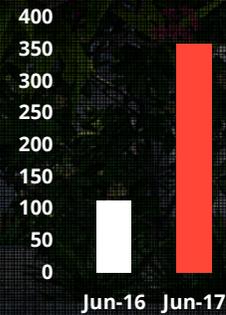


108%
Growth in Listings
for the year

Settlements

June 2016
113

June 2017
359



217%
Growth in
Settlements for
the year

Gross Commissions

June 2016
\$1.28m

June 2017
\$4.17m



267%
Growth in
Settlements for
the year

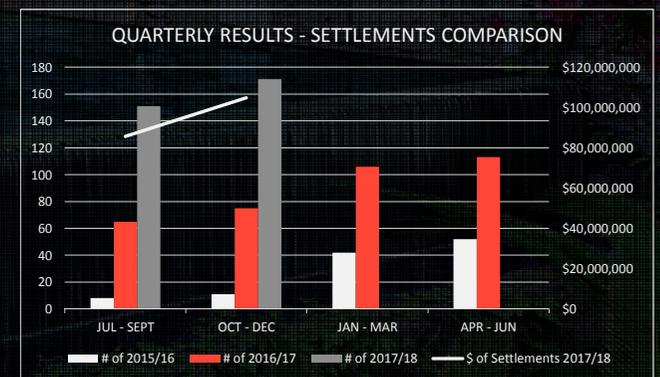
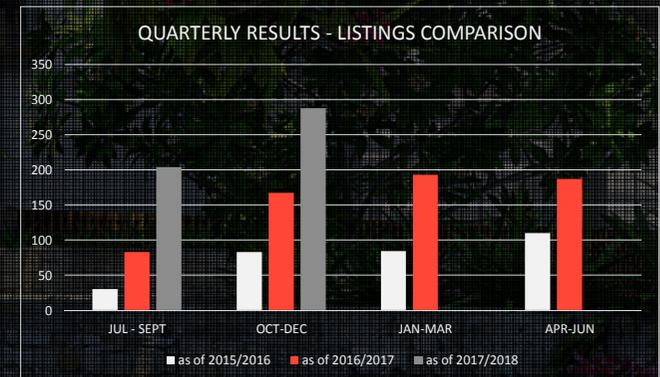
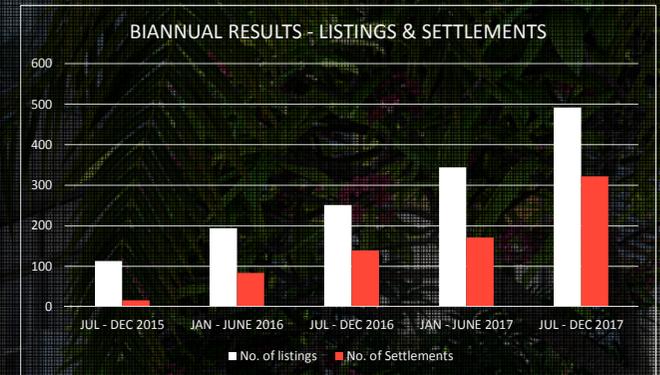
The Agency (WA)

December Half Year 2017

- On target for FY2018 revenue growth of ~ 100% year-on-year having achieved in the first 6 months **82%** of the previous year's total gross commission.

* Unaudited

	Dec HY2017	% increase on June HY2017
Total Value of Properties Settled	A\$190.5m	+48%
Gross Commission	A\$3.76m*	+45%
Settlements	A\$190.5m	+47%
Listings	492	+30%



Who is The Agency Group Australia

- ✓ We are disrupting the real-estate industry by being one of the first fully integrated real estate and financial services company. We use property transactions and/or financing events to review and service a client's complete finance and wealth requirements.
- ✓ We capture clients at the start of a property and/or financing event and assist them with all the ancillary services - resulting in cross selling opportunities that increase revenue and strengthen the client relationship.
- ✓ Each of these services not only add revenue but also create value in growth of assets such as rent rolls, mortgage book, risk book and a general insurance book.
- ✓ An additional benefit is the creation of a highly detailed and large database of clients.

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MORE THAN A ONE STOP SHOP
A TRUE PARTNERSHIP

Our Goals

- ★ Be the **fastest growing** National Real-Estate brand;
 - 600 agents nationally (55,000 Agents)
 - 10,000 properties under management
 - National Commercial Leasing and Sales Division
 - National Project Marketing team
 - Broker representation in every location
- ★ Continue to deliver high year on year growth;
- ★ To be in **the top 5 national Real-estate brand**;
- ★ Deliver shareholders high returns via profitability and asset growth;
- ★ Value creation through the growth of multiple assets such as mortgage, risk and general insurance trail books and rent rolls;
- ★ Creation of a detailed national database of clients
- ★ Capture Market Share of both the **large and highly fragmented Australian finance and real estate sectors**;
- ★ To **expand and be regarded as** the most reliable and trusted fully integrated real estate and **financial services** company in the **Asia Pacific**.

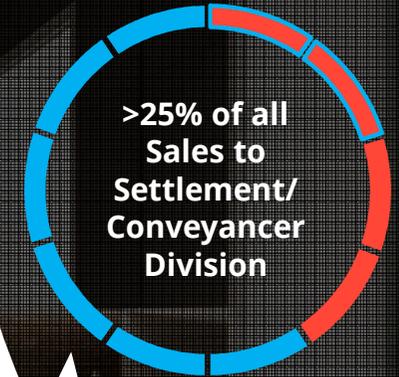


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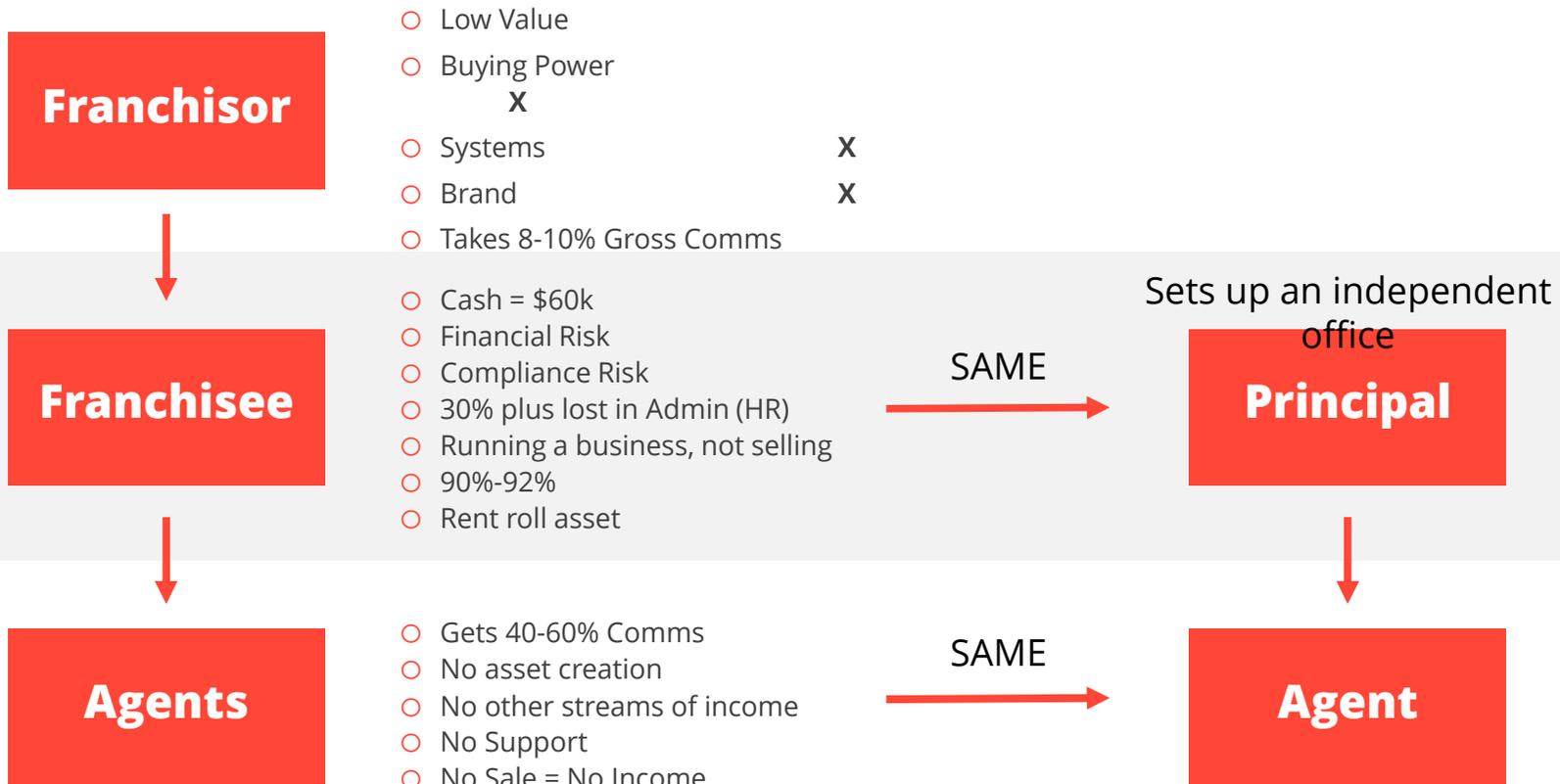
TOTAL FEES
**\$7.5bn
pa**

Our Targets

Referral Rates – Real Estate industry average 5% from Sales to Finance
- Source Finsure



Current Options for Real Estate Agents



Traditional vs The Agency

Franchisor

- 8%-10% Comms
- No asset

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- 30% (Average 24%) Comms
- Asset 50%
- Other Assets & Income Streams
 - Loan Book
 - Risk Book
 - Mortgage Book
 - GI Book
 - Settlements

~~**Franchisee**~~

The Best Value Proposition for Agents

Agents

- Gets 40-60% Comms
- No asset creation
- No other streams of income
- No Support
- No Sale = No Income

The Agent

- 75%-85% Comms (50%-90% more)
- Asset 50%
- Other Assets & Income Streams
 - Loan Book
 - Mortgage Book
 - Upfront mortgage fee
 - 1% override on recruited agent

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All the benefits of a Franchisee /Principal without the risks, liabilities and compliance. They do what they do best. Sell.

What Differentiates us from our Competitors In Real Estate?

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- Our Agents are our clients
- Removed red tape and unnecessary franchise layers
- No franchise fees and marketing levies
- Agile and flexible workplace arrangements
- Industry best remuneration and incentive structure
- Ability to build your own business within a business
- Wealth creation by building an asset
- Ability to create annuity streams through numerous verticals
- Market Leading technology provides greater efficiencies
- Proven Real Estate experience, leadership and strategic direction in all facets of the business
- Attraction model for high performing sales agents

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Traditional Real Estate and Fin Tech

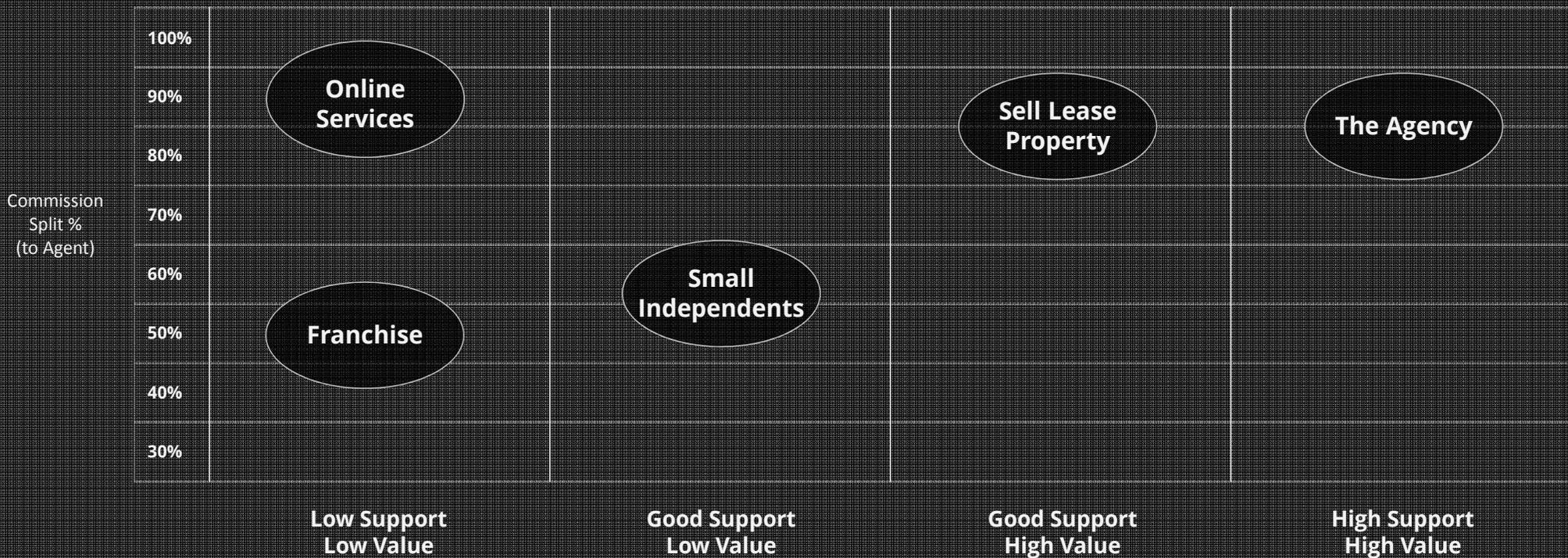
- Offices in every location competing against each other
- Excessive Franchise fees and marketing levies
- Inflexible branding and marketing templates with little agility to adapt to specific market places
- No wealth creation opportunities
- Lower remuneration and no incentive structure
- No Distribution channels
- Number of unnecessary layers ie. Corporate, State, Franchisee, all taking a cut of the remuneration
- Only a tech provider
- Essentially a Tech Service only
- Require large marketing budgets
- Recruit anyone

**We are not reliant on just the real estate market
Multiple revenue verticals and assets**

Agent Attraction Matrix

Support & Value Proposition

- Support – Admin & Marketing Assistance
- Value – Other income streams & wealth creation



Top Level Real Estate acquisition – strategic reason

- Immediate market entry and brand awareness to the East Coast Australia
- Proven recognised team and agents - over 100 years' experience between the shareholders and management team
- Fastest growing agency - in excess of 75 productive sales agents in only nine months of being established
- Top Level CEO Matt Lahood to be appointed as an executive director of The Agency Group Australia
 - more than 30 years in real estate sales; and
 - more than 2,000 property sales worth over \$2 billion.
- Leading market share in residential sales and project marketing, with strong and loyal client base
- Strong property management portfolio with over 3,375 loyal clientele



National Expansion

Highlights

The Agency East Coast (Top Level Real Estate Pty Ltd)

- The Agency NSW launched March 2017
- License Agreement of 3% on revenue payable to The Agency Group
- Exercises option to purchase Top Level

75

Agents recruited

27

Agents confirmed not started

The Agency - East Coast

As at 31st December 2017, Top Level had achieved the following numbers in only 9 months (unaudited):

Total Sales

\$480m

Total Commissions

\$7.2m

Total Settlements

267

Property Managements

3,375

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Our Locations

West Coast Locations

Perth
South Perth
Carine



Proposed New Locations

Adelaide
Brisbane
Central Coast NSW
Sunshine Coast
QLD
Canberra

East Coast Locations

Bondi Beach
Bondi Junction
Coogee
Neutral Bay
Mosman
Annandale
Gold Coast
Melbourne (underway)
Wollongong



Top Level Real Estate acquisition – terms

- The Agency to pay 550 million fully paid ordinary AU1 shares
- The Agency will be undertaking
 - share consolidation of The Agency's issued capital through the conversion of every 25 shares into one share
 - placement (on a pre-consolidation basis) to raise a min. A\$10 million.
- Shareholders are required to approve the transactions at a general meeting.
- Matt Lahood entering into an executive services agreement with AU1 and consenting to act as an executive director of AU1
- Appointment of an additional, non-executive director nominated by Top Level prior to Settlement

ServTech – Sell Lease Property acquisition

- Seeking to acquire wholly-owned subsidiaries of ServTech Global, subject to conditions precedent (Asset Sale Agreements signed 15th February 2018)
 - Sell Lease Property – approx. 201 sales agents nationally and \$8.1 million revenue (audited FY2017)
 - Complete Settlements Pty Ltd (conveyancing business) - \$445,000 revenue (audited FY2017);
 - Value Finance Pty Ltd (mortgage broking business) - \$100 million loan book, with \$1 million revenue (audited FY2017). Brings together Australia's fastest growing real estate agencies
- Links the two largest and leading sales offices in WA in past 2 years for listings sold
- Post transaction completion, The Agency Group (WA operations excluding Top Level) will:
 - have approx. 175 real estate agents nationally;
 - generate approx. 120 monthly sales worth an estimated \$80 million per month.



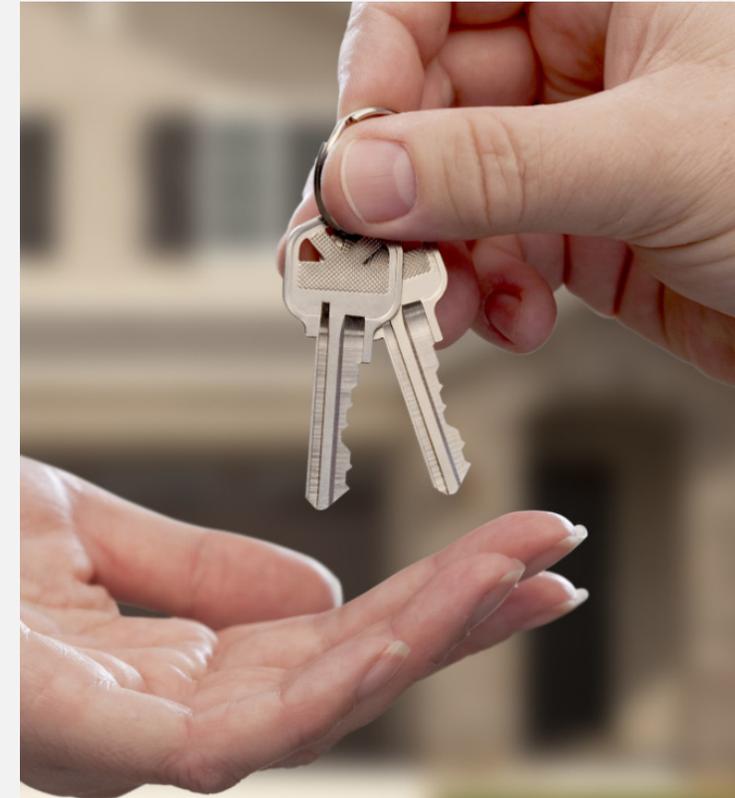
Sell Lease Property acquisition – strategic reason

Agent recruitment drives revenue growth

- Caters to the different requirements of sales representatives:
 - The Agency: high-level support and exclusive marketing areas
 - SLP: online support and unrestricted marketing areas
- SLP acquisition opens the door to sales reps requiring low level support (Previously, The Agency has turned away a high number of agents as it didn't offer this service)
- SLP acquisition will provide approx. 100 sales representatives immediately
- The Agency have met with most SLP agents and will offer new contracts with a commission model with similar margins to The Agency
- SLP agents will have the same referral requirements in terms of settlement services, mortgage broking and property management which is expected to double transactions

Unique technology platform

- Provides access to SLP's unique technology platform which manages support and the entire transaction process at a low unit cost



The Agency (WA) Highlights

Asset Value Comparison Comparison

Asset Value Comparison	AU1	McGraths
Number of rental Properties under Mgt	4,000	7,500
Value of Properties under Mgt	\$24M	\$52M
valuation per share*	\$0.31	\$0.38
Mortgage book size	1.1Bn	2.6Bn
value of Mortgage	\$4M	\$2.5M
valuation per share	\$0.05	\$0.02

- Post acquisition of Top Level and consolidation of share capital
- Excluding debt

Source of McGrath information - Bell Potter Analyst coverage dated 23 January 2018

Capital Raising

- Seeking bids to raise a minimum of A\$10m to a maximum of \$15m A\$0.02 per share
- Offer being made to sophisticated and institutional investors only
- Bids for the placement are due by Tuesday 20th February
- Strategic business acquisitions delivering a national network of:
 - Approximately 230 sales agents;
 - 2 distinct brands in the market;
 - 4,000 property managements and cashflow positive in FY19
- Strong growth potential

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Use of Funds	\$10.0m
Acquisition – Sell Lease Properties plus two other acquisitions Top Level Pty Ltd (repayment of debt)	\$5.2m
Placement Fees & Costs:	\$0.6m
Working Capital:	\$4.2m

Share Capital Structure

	Numbers	\$AUD (\$0.02)
Existing Shares on Issue	783,793,034	\$15.7m
Tranche 2 Share Placement under 14-Dec-17 Prospectus	54,000,000	\$1.1m
Top Level consideration shares	550,000,000	\$11.0m
Capital Raise	500,000,000	\$10.0
Underwriting Shares	50,000,000	\$1.0
Total Number of Shares	1,937,793,034	\$38.8m
Proposed capital consolidation on a 1 for 25 basis	77,511,721	\$38.8m

Directors Valuation of Assets – Combined Pro-forma	
Loan & Risk Book:	\$4.5m
Rent-roll:	\$28.0m
Settlement Agency :	\$2.0m
The Agency: (Includes SLP and Top Level acquisition)	*\$18m
Cash in bank	\$6.0m
Total Assets	\$58.5m
Debt acquired	(\$19m)
Total Net Assets	\$39.5m

*Notional valuation of the Agency based on \$50M revenue with 100% increase over next 2 years

Debt Macquarie Bank \$13.2m @ 5.23% - Vendor Finance \$5.8m @ 6%

Why The Agency

- ✓ “Brands don’t sell houses people do” - Focus is on the Agent rather than the brand
- ✓ The “right noise” – Fastest growing real estate business in Australia by Domain.
- ✓ The model - unique and difficult to replicate for existing franchisors and independent brands
- ✓ The right management - experts in the real estate space {Matt Lahood, Steven Chen, Andrew Jensen (prev CFO Ray White Group for 8 years)}
- ✓ Start up and infancy, with upside - competitors are looking at options to retain (reduce churn) or recruit in a difficult and competitive market
- ✓ Significant revenue upside – yet to open offices in Melbourne, Brisbane or Adelaide
- ✓ Clear strategy and direction for growth - recruitment of top performing agents and mortgage brokers



Why The Agency (cont.)

- ✓ Our Agents are our clients
- ✓ We recognise them as the CEOs of their business
- ✓ Our job is to help them grow their business and focus on what they do best and is income producing - Helping the best do better
- ✓ We handle the compliance, accounts and administration - non income producing activities
- ✓ We assist in marketing and database management - each agent adds 2000 – 2500 contacts



Our Board



Paul Niardone
Managing Director

Previously Executive Director and founder of Professional Public Relations (WA), the largest PR and communications firm in the State until he sold the business to WPP. Experience in marketing and strategic planning for clients in both Government and the private sector and over 15 years experience with public companies.



Philip Re
Chairman

Chartered Accountant, Chartered Secretary and a Member of the Institute of Company Directors. In recent years he has been involved as a Director and Company Secretary for a number of public companies involving transactions in mining exploration and production and the renewable energy industry.



Adam Davey
Non Executive Director

Adam is Director, Private Clients and Institutional at Patersons Securities. His expertise spans over 25 years and includes capital raising (both private and public), mergers and acquisitions, ASX listings, asset sales and purchases, transaction due diligence and director duties.



John Kolenda
Non Executive Director

John is the co-founder and Managing Director of Finsure Group, one of Australia's fastest growing retail finance brokerages, writing over \$1 Billion in new mortgages every month across 1300 brokers. He formed the Loan Market Group with Ray White and before that worked as the General Manager of Sales & Distribution of Aussie Home Loans, where he was responsible for the sales performance of over 700 mortgage advisors.



Matt Lahood
Proposed Executive Director

More than 30 years in real estate sales; 2,000+ property sales worth over \$2bn. Previously Director of Sales for McGrath Real Estate, responsible for market entry strategies and management of 22 company owned offices and more than 250 people.

The Agency Founders- East Coast



Matt Lahood
CEO-Real Estate

More than 30 years in real estate sales; 2,000+ property sales worth over \$2bn. Previously Director of Sales for McGrath Real Estate, responsible for market entry strategies and management of 22 company owned offices and more than 250 people.



Steven Chen
Director of Projects

Over 20 years' experience in real estate sales delivering over 3,000 properties worth in excess of A\$2.5bn. Ranked 16 in the top 100 agents of 2016 by REB. Previously Head of Projects for McGrath Real Estate where he was responsible for a team of eight Associate Directors and over 50 agents and support staff across Sydney, Brisbane and Gold Coast..



Ben Collier
Property Partner

Has worked in real estate sales since 1993, specialising in Sydney's Eastern Suburbs. Ranked 15 in the top 100 agents of 2016 by REB and Number 1 sales agent for McGrath Real Estate Agents for 2015 and 2016. In the past 12 months has been responsible for 72 property sales worth \$365m.



Shad Hassen
Property Partner

In excess of 20 years' real estate sales experience; specialises in Sydney's Inner West. Recognised as the Number 1 agent in the Inner West - previously McGrath's leading Inner West agent. Consistently placed in the top 1% of agents in Australia. Achieved the highest number of sales in Australia for FY05, 07, 08 and 09.

The Agency Executive Team - East Coast



Andrew Jensen
Chief Financial Officer

Andrew Jensen has extensive knowledge in the management of all aspects of the finance function with strong commercial, strategic, M&A, and change management experience.

He has financially led companies engaged in various fields including real estate, financial services, telecommunications and the franchising sectors both in Australia and Internationally.



Maria Carlino
Director of Property Management

Over 27 years of real estate experience in key markets incl. Sydney, Brisbane and the Gold Coast. Previous senior roles at RUN Property, Ray White and McGrath Real Estate where she was responsible for the management and growth strategies of the rental portfolio and team across all company owned offices.



Peter Matthews
Head of Strategy and Growth

As The Agency's Director of Strategy, Marketing and Growth, Peter's role is to work with a strong Management team to drive growth, market share and efficiency at a National level. His passion for change and technology are at the forefront of his objectives.



Zoe Laws
General Manager

Zoe has been involved in numerous merges, acquisitions and roll outs of real estate businesses over the past 10 years across Australia and is an integral part of the leadership team. She is highly trusted, leads a dynamic support team and thrives on creating and maintaining an energetic and positive environment.



Thomas McGlynn
Director of Sales and Chief Auctioneer

Experienced and award winning real estate professional across sales, auctioneering and management. Involved in over 5000 auctions Australia-wide. Previously General Manager of Sales in QLD for McGrath Estate Agents. Other roles include Queensland Head Auctioneer for McGrath Estate Agents and performance coach.



Elizabeth Brunton
Director of Projects

A specialist in off the plan and completed projects, Elizabeth is known for developing superior marketing strategies, and is no stranger to industry accolades, having achieved numerous landmark sales within the premium property sector.

Why invest in The Agency Group Australia

- ✓ Proven Business model in WA (depressed market) and NSW (boom market) delivering high growth rates in sales, listings and commissions.
- ✓ Offering on average 50% revenue growth year-on-year
- ✓ Proven cloud-based digital platform offering multiple services including buying/selling property, mortgage & financing, insurance, financial planning and settlement.
- ✓ Fastest growing real estate business nationally - The Agency continued its stellar growth with the three main indicators of listings, settlements and gross commissions exceeding 100% growth for 2017.
- ✓ National expansion plan underway with a clear strategy and direction for growth.
- ✓ Highly experienced team of agents, board and management.

THE AGENCY



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