



iBuyNew Group Limited ACN 108 958 274 (ASX:IBN) Annual General Meeting

November 2017
AGM Presentation

Where Australia Buys New Property

Browse Australia's largest range of new & off the plan properties

Sydney

Melbourne

Brisbane

Perth

Adelaide

Gold Coast

Radio Specials

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Agenda

1. Business of the Annual General Meeting

- Quorum update
 - Notice of AGM discussion
 - Financial statements and reports
 - Resolutions
 - Other business
 - Meeting closed
-

2. Chairman's Address and Presentation



Business of the Annual General Meeting

- **Quorum update**

Proxies have been received representing:
950,830,145 shares or 56.12% of the issued capital of 1,694,163,103 shares.

- **Notice of AGM discussion**

- **Financial statements and reports**

- “To receive and to consider the Annual Financial Report of the Company for the financial year ended 30 June 2017 together with the declaration of the Directors, the Directors’ Report, the Remuneration Report and the Auditor’s Report for that financial year.”

Resolutions

1. **RESOLUTION 1** – REMUNERATION REPORT
2. **RESOLUTION 2** – RE-ELECTION OF A DIRECTOR – MR ANDREW JENSEN
3. **RESOLUTION 3** – APPROVAL FOR THE ACQUISITION OF ASSETS OF INDO-PACIFIC PROPERTY
4. **RESOLUTION 4** – APPROVAL FOR THE ISSUE OF SHARES TO THE VENDORS OF INDO-PACIFIC PROPERTY
5. **RESOLUTION 5** – ASX LISTING RULE 7.1A APPROVAL OF FUTURE ISSUE OF SECURITIES
6. **RESOLUTION 6** – RATIFY THE VARIATION OF PREVIOUSLY ISSUED CONVERTIBLE BONDS

Resolution 1

1. REMUNERATION REPORT

To consider and, if thought fit, to pass, the following resolution as an **ordinary resolution**:

“That, the Remuneration Report as contained in the Directors’ Report in the Company’s Annual Financial Report for the financial year ended 30 June 2017 be adopted.”

For	Against	Abstain
389,590,820	2,560,913	332,390
94.87%	.62%	

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company

Resolution 2

2. RE-ELECTION OF A DIRECTOR - MR ANDREW JENSEN



Mr Andrew
Jensen

To consider and, if thought fit, to pass, with or without amendment, Resolution 2, Re-Election of Mr Andrew Jensen, as an **ordinary resolution**.

“That Mr Andrew Jensen, a Director who retires in accordance with Clause 13.2 of the Company’s Constitution and being eligible offers himself for re-election, be re-elected as a Director.”

For	Against	Abstain
574,050,251	2,507,381	20,666
60.37%	.26%	

Resolution 3

3. APPROVAL FOR THE ACQUISITION OF ASSETS OF INDO-PACIFIC PROPERTY

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, subject to Resolution 4 being passed, for the purpose of ASX Listing Rule 11.1.2 and for all other purposes, approval is given for the acquisition by the Company of the assets of Indo-Pacific Property in accordance with the terms of the asset sale agreement, and otherwise on the terms and conditions in the Explanatory Statement.”

For	Against	Abstain
580,641,689	9,181	19,667
61.07%	.00%	

Resolution 4

4. APPROVAL FOR THE ISSUE OF SHARES TO THE VENDORS OF INDO-PACIFIC PROPERTY

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, subject to Resolution 3 being passed, for the purposes of ASX Listing Rule 7.1 and for all other purposes, the Shareholders of the Company approve the issue and allotment of:

- a) 166,666,667 Consideration Shares at a deemed issue price of 0.3 cents (\$0.003) per Consideration Share; and
- b) 41,666,666 Deferred Consideration Shares at a deemed issue price of 0.3 cents (\$0.003) per Deferred Consideration Share,

to the vendors of Indo-Pacific Property (or their nominees) in accordance with the terms of the asset sale agreement, and otherwise on the terms and conditions in the Explanatory Statement which accompanies and forms part of the Notice of Meeting.”

For	Against	Abstain
580,641,689	9,181	18,000
61.07%	.00%	

Resolution 5

5. ASX LISTING RULE 7.1A APPROVAL OF FUTURE ISSUE OF SECURITIES

To consider and, if thought fit, to pass with or without amendment, the following resolution as a **special resolution**:

“That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, the Shareholders approve the issue of equity securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.”

For	Against	Abstain
580,443,134	53,719	334
61.05%	.01%	

Resolution 6

6. RATIFY THE VARIATION OF PREVIOUSLY ISSUED CONVERTIBLE BONDS

To consider and, if thought fit, to pass with or without amendment, the following resolution as a **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, the Shareholders of the Company approve and ratify the changes to the terms of issue of the existing convertible bonds, on the terms and conditions set out in the Explanatory Statement.”

For	Against	Abstain
580,318,648	7,381	4,488
61.03%	.00%	

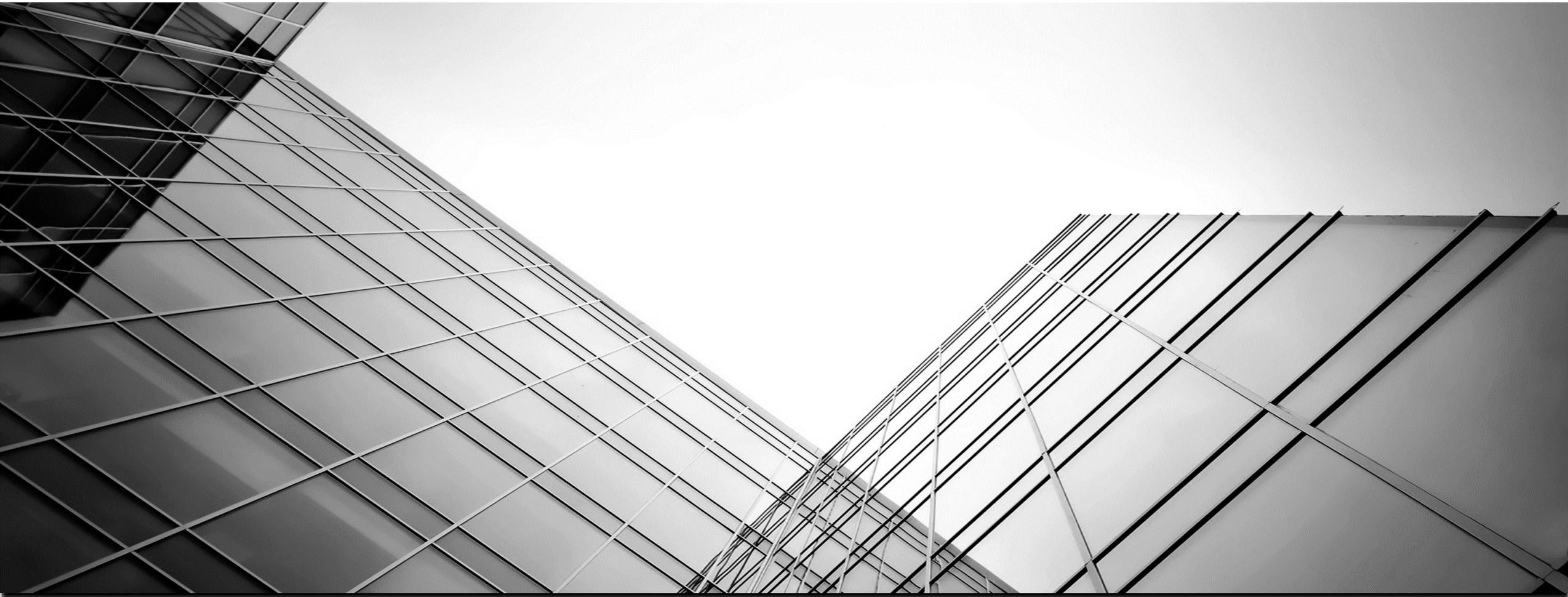
Other Business



Meeting Closed

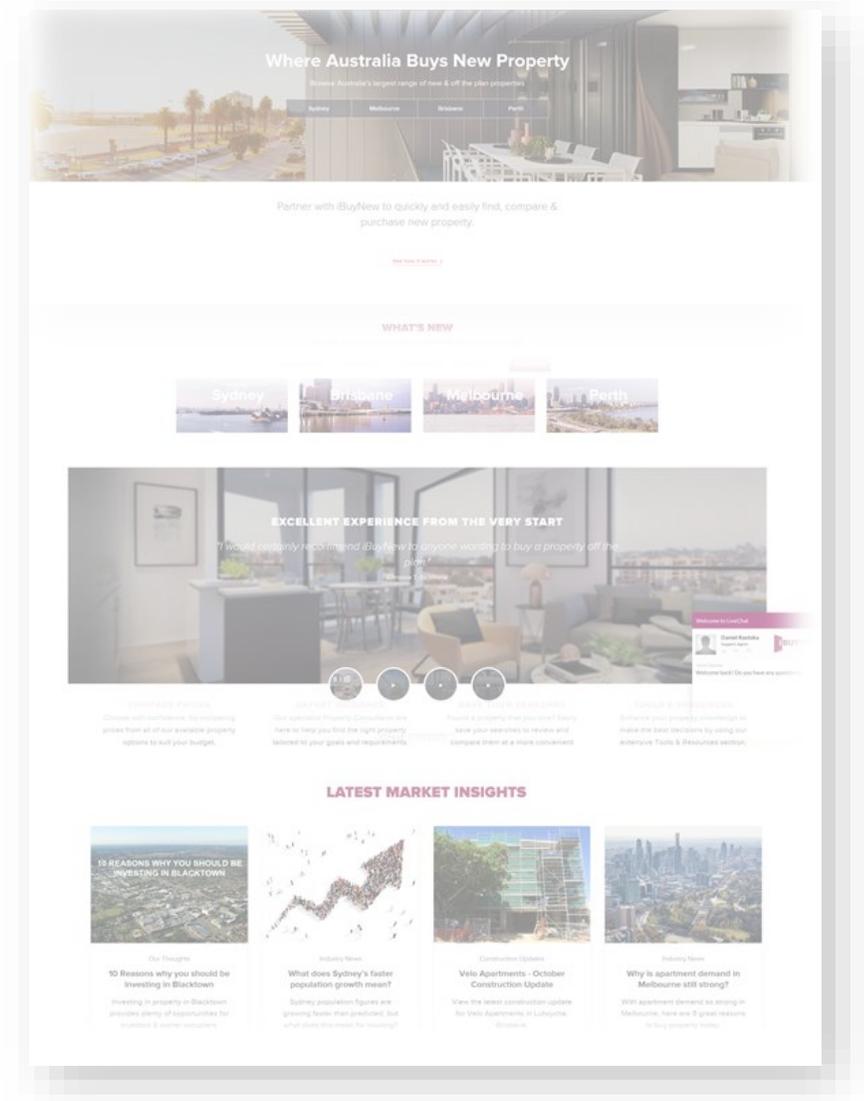


Chairman's Address



Full Year Highlights

- iBuyNew Group, IBN (Formally DVI) completes full acquisition of Find Solutions Australia Pty Ltd owner and operator of iBuyNew;
- Shareholders approve name change from Disruptive Investment Group to iBuyNew Group limited;
- iBuyNew Bolsters B2B property distribution with acquisition of Nyko Property;
- IBN ranked 67th in Deloitte's Technology Fast 500 Asia Pacific 2016 and 54th in BRW's 2016 Financial Review Fast Starters index;
- IBN introduces house and land package marketplace, proprietary online reservations system and launches IBN projects;
- Appointment of Mr Alex Caraco as CEO and Ms Aliceson Rourke as CFO and Company Secretary;
- Acquisition of the assets of Indo-Pacific Property; and
- iSelect signs agreement with iBuyNew, being a top tier partner.



FY17 Key Financial Metrics Snap Shot

Revenue and
other income
\$3.64m

Operating
EBITDA
(\$1.18m)

Statutory Net
(loss)
(\$3.10m)*

Consolidated
cash Balance
\$1.45m
At 30 Sept 2017

Notes:

- One-off and abnormal expenses in FY17 included:
 - ❑ share-based payment expense \$141,700;
 - ❑ bad debts provision \$290,173;
 - ❑ Loss on disposal of assets \$88,898;
 - ❑ legal fees on investments \$53,171;
 - ❑ accounting, legal and rent \$78,794;
 - ❑ capital raising costs \$151,000;
 - ❑ redundancy costs \$50,251;
 - ❑ web development \$220,000; and
 - ❑ impairment of goodwill \$600,000.

As previously announced, the Board remains focused on measured and strategic actions to strengthen the Group's financial position. During H2 FY17, the Board implemented a restructure and a cost reduction plan was initiated which is targeted to deliver over c.\$700,000 annualised net savings from 1 July 2017. Further costs minimisation programmes have been initiated following the appointment of the new CEO and include rent reduction, strategic marketing spend, reduction of employment costs transitioning staff to commission only packages and reduction in administration overheads.

- In Q2 FY17 IBN completes \$1.35m capital raising via the issuance of convertible notes
- In Q4 FY17 IBN announced a renounceable pro-rata rights issue raising a total of \$1.53m cash before costs in addition to Mr Mark Mendel and his associates taken up \$500k of shares which was offset against the \$500k owned to him under the loan facility

Operating Metrics iBuyNew Group FY17



Notes:

- “**TTV**” Refers to Total Transaction Value, the value of total properties exchanged during the period.
- “**Commissions generated**” refers to the commissions payable on properties sold during the period and includes an amount paid immediately upon contract exchange (exchange income) and an amount expected to be payable in the future when the property is completed and the contract is settled (settlement income).
- “**Total revenue from exchange and settlements**” comprises both upfront exchange income plus settlement income from past property sales. It does not include any future commissions receivable owed but not yet paid.
- Comparisons are relative to the FY16 period on an unaudited basis. Nyko results prior to acquisition are not included in the Company’s results for the FY16 period.

iBuyNew Group Limited

The Group is focused on developing and operating retail franchise and all e-commerce brands including iBuyNew, Nyko and Indo-Pacific Property

Our Brands



Tangible Progress

Working towards a highly scalable global online marketplace for new property



FY16

Stabilise 2016

- Sales process optimisation
- Invested heavily in scalable marketplace platform
- Offices across the eastern seaboard



FY 17

Turn Around 2017

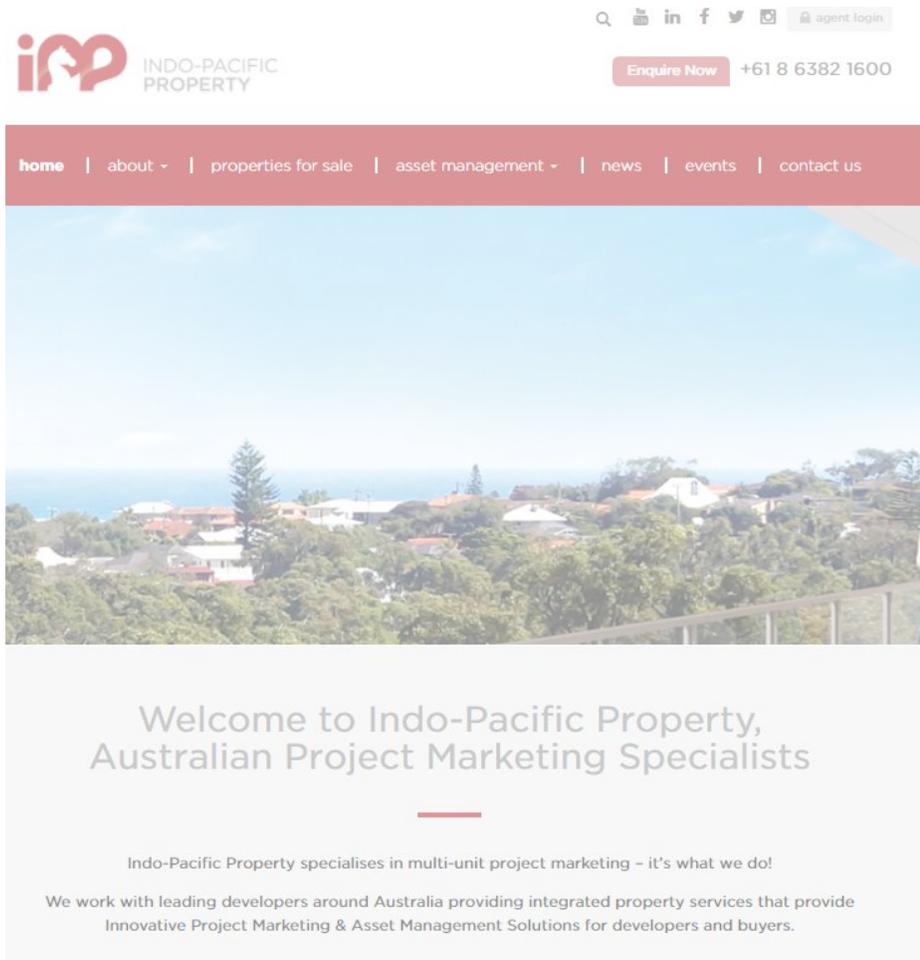
- New management team
- Rebuilt entire sales process to optimise lead conversion
- Acquired Nyko Property - Strengthened B2B distribution
- Sales team growth - Stabilising sales force
- Utilising technology to assist sales

Focus for FY17-18

Transform 2018+

- Fully leverage multi-channel distribution
- Optimise online presence and marketing spend
- Increase share of exclusive listings
 - Add local and overseas distribution partners

Indo-Pacific Property Asset Acquisition



Accelerating future revenue and services

- Consideration for the purchase is \$625k payable via the issuance of 208,333,000 IBN shares at \$0.003 per share in two tranches, upfront consideration of 166,666,667 shares and deferred consideration of 41,666,666 shares;
- c.\$2.6m future commissions receivable book;
- IBN will also pay the vendors 50% of the commissions received by IBN from the future commissions receivable book in excess of \$250k;
- Property management business and rent roll;
- All associated brand and intellectual property;
- Assets will be integrated and managed by existing IBN team;
- Shareholder base strengthened with McRae Investments (the vendor of the assets) becoming a c.10% shareholder and McRae Investments Executive Chairman Stephen Quantrill to join IBN's board;
- Subject to meeting milestones related to deferred consideration shares;

Alex Caraco, iBuyNew CEO and Executive Director: “The Transaction will be materially accretive to future revenues without material incremental costs. We’ve already commenced integrating the assets”.

Path to Breakeven and Ready for Change



Quality Team

Strategic board and management appointments to support the next phase of growth



Cost Management

Clear execution plan and on path to reset group cost base while maintaining targeted growth



Fully leverage

Multi-channel distribution network, optimised B2C and B2B lead generation - sales and listings

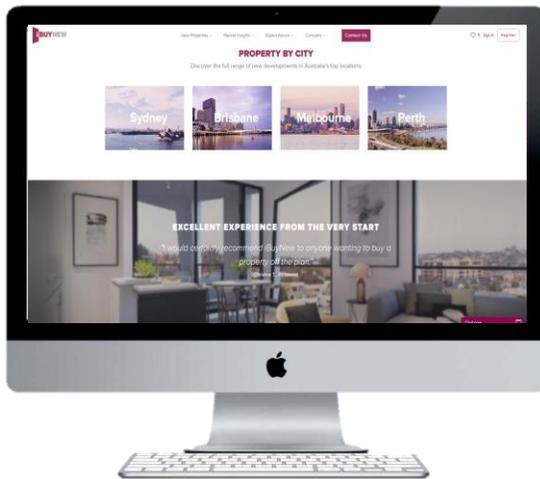
Strategy to Grow Our Market Place

iBuyNew is focused on becoming the No.1 destination for new property sales globally through its cloud based technology Online Marketplace for New Property

Aggregation/technology

Distribution + Ancillary Services

Scale



Revenue Growth Opportunities

End-to-end experience within the ecosystem



Transactional Growth –
Multi distribution network



Property management services –
Reoccurring revenue



Vendor paid advertising –
Fee for service marketing



Scalable platform –
Wholesale and white
label offering



iBuyNew private label –
Resale and development sites



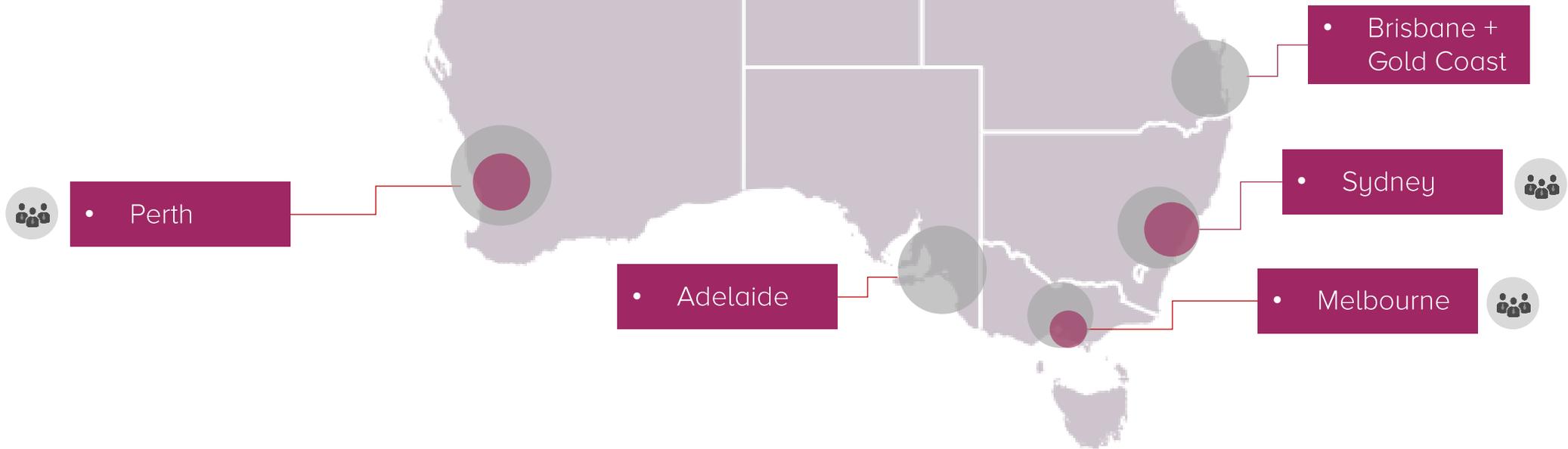
Home Loans –
iBuyNew loans

Increased National Footprint

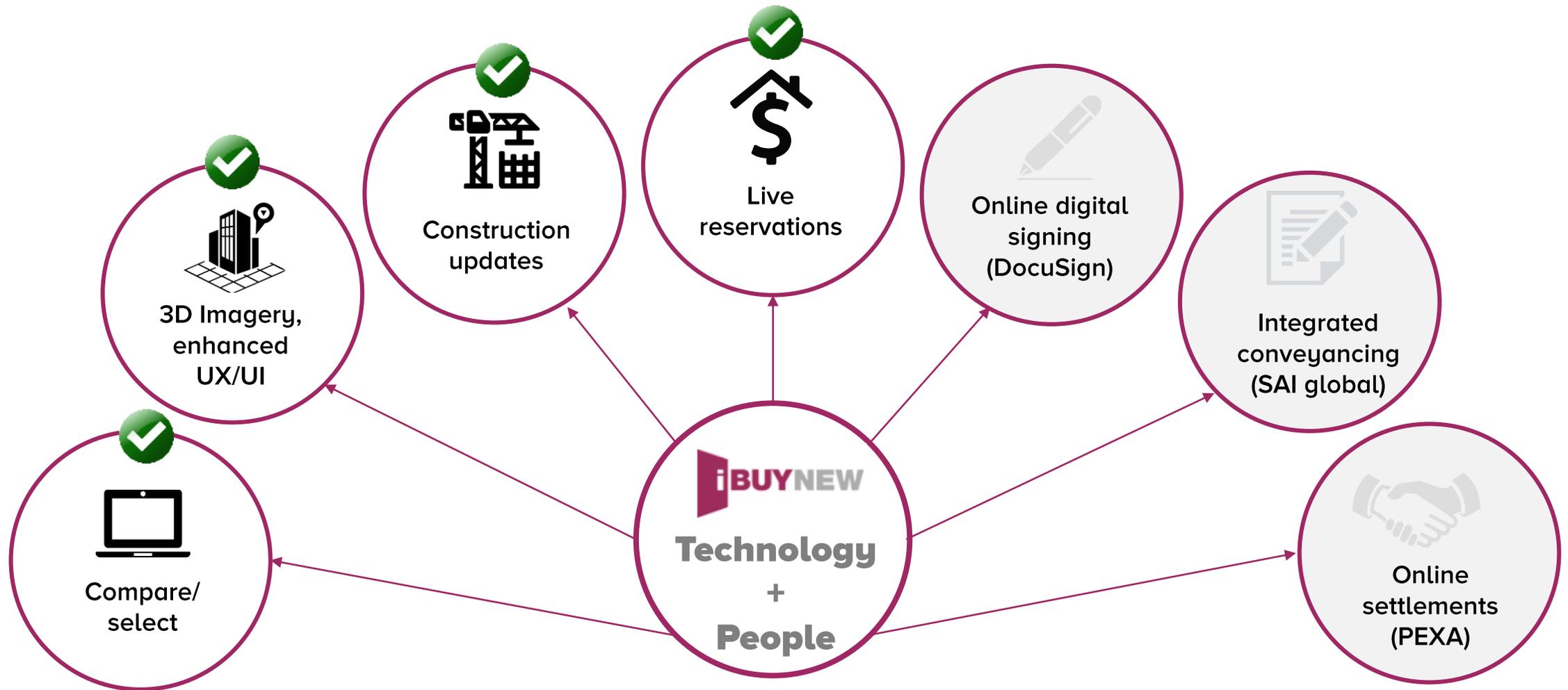
Office Locations



Listings

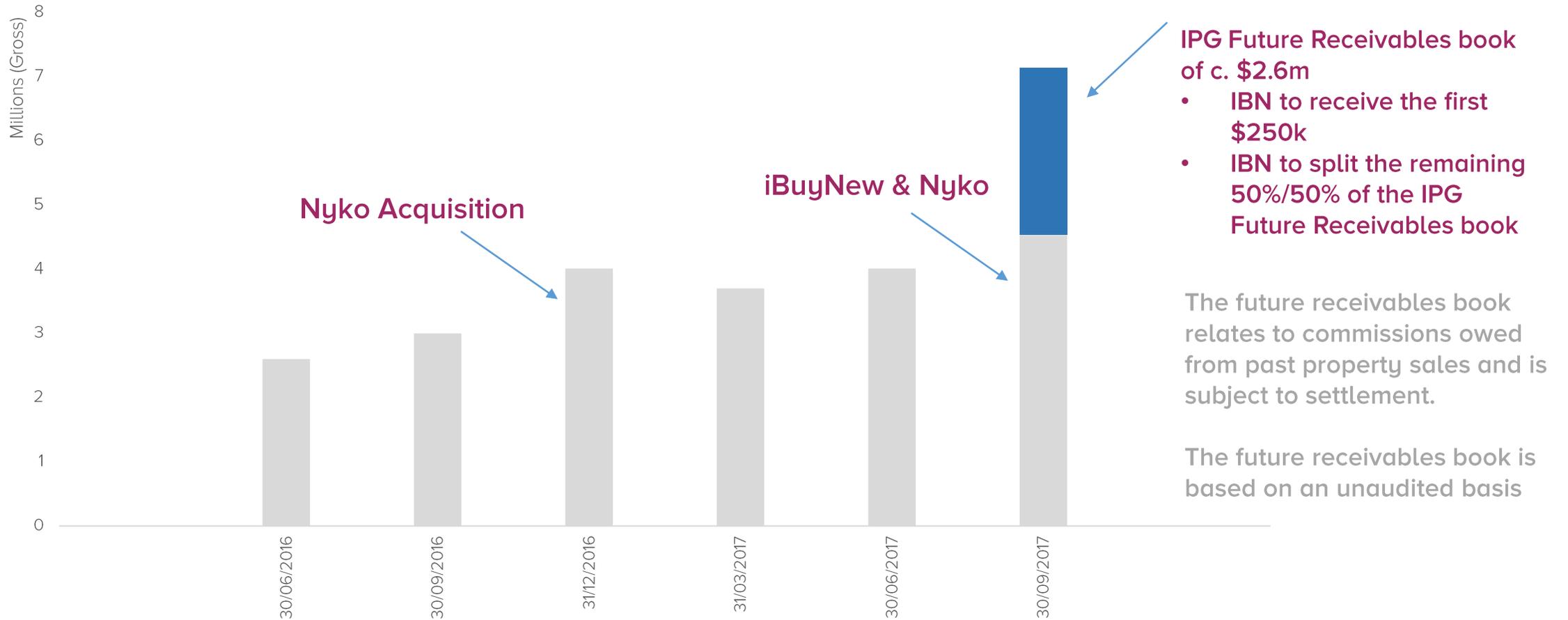


Leading a longer term vision of new property sales online



Healthy Future Receivables Book

Consolidated Future Receivables Book at 30 September 2017



Residential real estate underpins Australia's wealth

Portfolio value of housing has reached **\$7.2 trillion**



Source: Corelogic August 2017 Housing Market and economic Update, ING Direct's latest Household Financial Wellbeing Index

Property Market Influences



Urbanisation/ Infrastructure

The populations of Australia's major cities are expected to increase¹. The Australian Government has made commitments over \$75 billion for the next 10 years to transport infrastructure across Australia, of which a substantial component is under the Infrastructure Investment Program²



Unemployment Rate

Trend unemployment rate lowest in 4 years. "The trend unemployment rate had been hovering in the range of 5.6 to 5.8 per cent for almost two years, but has now dropped to a four year low of 5.5 per cent," the Chief Economist for the ABS, Bruce Hockman.



Technology

Growing trend of real estate technology start ups⁴



Interest Rates

Historical low⁵



Population Growth

Increasing net overseas migration and natural increase in births. 26 million by 2020⁶

Source: 1 and 2 <http://investment.infrastructure.gov.au/> 10 Nov 2017, 3. Australian Bureau of Statistics as at 19 Oct 2017, 4. www.cbinsights.com, 5. <http://www.rba.gov.au/>, 6. Australian Bureau of Statistics as at 10 Nov 2017

iBuyNew Group Board and Management



Calvin Ng – Non-Executive Chairman and Director

Calvin is a co-founder of the Finsure and Aura Group and has significant investment banking, mergers & acquisitions and funds management experience. Calvin sits on a number of boards including ASX-listed Catapult Group International (ASX:CAT).



Andrew Jensen – Non- Executive Director

Andrew is an accomplished CFO having led Australasia’s largest real estate group Ray White and The Loan Market as Director and CFO. Andrew holds over 15 years’ experience in senior finance & management roles.



Stephen Quantrill– Non-Executive Director

Stephen is the Executive Chairman of McRae Investments and holds Directorship across a range of businesses, including in venture capital and private equity, real estate property, oil and gas, resources, bio-technology, advisory and engineering.



Alex Caraco – CEO and Executive Director

Alex is a seasoned Senior Executive and has led Coldwell Banker Australia as CEO for over 11 years and brings over 36 years experience across the real estate sector, with a particular focus on high volume sales and management.



Aliceson Rourke– CFO and Company Secretary

Aliceson is an experienced chartered accountant and Company Secretary and holds extensive experience in all aspects of public company finance, administration and corporate governance.



Bill Nikolouzakis – Nyko Founder and Head of Corporate Partnerships

Bill is the founding Director of Nyko Property and holds over 14 years’ experience in both property marketing and banking.



Warren McCarthy – Independent advisor

Warren is one of the industry’s most outstanding performers, highly skilled in all facets of the property business, Warren has worked through the ranks as CEO of one of the country’s largest real estate organisations Hooker Corporation delivering record outcomes and profits along the way.

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