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Capital Raising - Investor Presentation

April 2017

(ASX: PCH)

Innovating Real Estate



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Our Vision

“LiveOfferTM - The Market is always right”

Enabling a Transparent And Fair Rental Process for the Tenant, Landlord and Property Manager

Investment Summary

Disruptive B2B SaaS Offering

LiveOffer™ platform is a B2B SaaS offering disrupting the current rental property landscape:

- Enabling property owners and managers to optimise lease terms and yields
- Providing full transparency of the rental application process for renters
- Simplified process for all parties

US \$165B US multifamily market growing at 4.7% p.a.

Structural shift in US housing market increasing percentage of renters in large US cities

- 52 of the 100 largest US cities have more renters than owners¹
- 21 of these cities shifted to renter-domination since 2009² as proportion of renters is projected increase through to 2030³

Operational and generating recurring SaaS revenues

- LiveOffer™ platform launched and generating revenue since March 2017
- Simple SaaS revenue model generates recurring revenue stream

Clear and scalable organic growth strategy

- Convert existing LOIs to MSAs
- Build multifamily sales pipeline in the US
- Onboard and activate multifamily apartments to transact leases on LiveOffer™
- Substantial scale achievable with minimal product development

Multifaceted expansion opportunities

- **Geographic:** Australian trial commencing in April 2017, targeting European expansion and international partnerships
- **Housing segments:** expanding to student, military and single family markets
- **Real estate vertical:** Monetising consumer big data by selling associated products and services

Expert board and management team

- Century 21's Charles Tarbey joins as Chairman, bringing 45 years of experience in real estate and property management
- Complements team which bring property development, legal, technology development and international business development experience and expertise



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Source:

1 IBISWorld. Represents total annual revenue for the US multifamily housing market

2 US Census Bureau / Bloomberg / Redfin (2015)

3 Headship and Homeownership, What Does the Future Hold? Urban Institute (2015)

Board & Management - High Profile Industry Leadership



Charles Tarbey
Non-Executive Chairman

- Over 45 years of experience in real estate and property management and an in-depth understanding of leasing.
- Owner of the master franchises for Century 21 Australia, Century 21 New Zealand and Century 21 Papua New Guinea.



Tim Manson
CEO, Founder & Executive Director

- 17 years in Real Estate Design, Development & Asset Management.
- Chairman of Real Estate Sector Founders Network.
- Co-Founder & Managing Director Manson Property Group



Darren Patterson
Executive Director

- Over 20 years' experience working with start-up and blue-chip technology companies spanning Australia, Europe, US and Asia.
- Recently, CEO and Co-Founder of Australia's only regulated property investment platform, BrickX, and Managing General Partner of Alchemy Ventures, a venture capital firm.
- Holds an MBA with the University of Chicago, Booth School of Business and a Bachelor of Computer Science from the University of Technology, Sydney and is a graduate member of the Australian Institute of Directors.



David Nolan
Non-Executive Director & Company Secretary

- Over 20 years of listed company experience.
- Previously a partner of leading Sydney law firm and a senior advisor to the London Stock Exchange.
- Currently Chairman of Camilla Australia and previously Chairman of Hastings Technology Metals and a Non-Executive Director of Apollo Minerals and the Ian Thorpe Foundation for Youth charity.



Mike Langoulant
Non-Executive Director

- Chartered Accountant with 30 years' experience.
- Focus on equity and debt fund raising, major transactions and corporate administration.
- Numerous directorships across ASX, TSX and AIM listed companies.



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Details of the Transaction

Raising A\$1.5 million via Placement of
136.4 million ordinary shares at \$0.011 per share

Key offer details	
ASX Code	PCH
Placement Price	\$0.011
Placement size	A\$1.5M
Existing Shares	581.0M
Placement shares	136.4M
Ordinary shares post placement	717.4M

Transaction timetable	
Offer opens	5 April 2017
Offer closes	6 April 2017
Issue of placement shares	12 April 2017

1. Refer to slide 8 for the detailed capital structure
2. The above timetable is indicative only and subject to change



Capital Structure

Pro Forma Capital Structure ¹	Current		Post-Raising		Post-Raising (with Earn Out)	
	Shares on issue (M)	Ownership %	Shares on issue (M)	Ownership %	Shares on issue (M)	Ownership %
Existing Shareholders	581.0	100.0%	581.0	81.0%	581.0	72.9%
Capital Raising ²	-	-	136.4	19.0%	136.4	17.1%
Earn Out Shares ³	-	-	-	-	80.0	10.0%
Pro Forma Shares on Issue	581.0	100.0%	717.4	100.0%	797.4	100.0%
Options on Issue ⁴	50.6M		99.1M		99.1M	

1. The above capital structure is indicative only and subject to change.
2. Assumes a placement of \$1.5 million at \$0.011/share.
3. In accordance with the Replacement Prospectus, dated 13 January 2016 the vendors are entitled to receive an Earn Out of up to a maximum of 80.0 million shares subject to the achievement of not less than \$2.0 million in gross revenue of Property Connect for the year ending 31 December 2017, calculated based on a sliding scale of revenue.
4. PCH currently has Options on issue equivalent to 50.6 million fully paid ordinary shares on exercise. In addition PCH intends to issue the following Options, subject to shareholder approval:
 - Mr Charles Tarbey – 10.5 million 2-year options exercisable at \$0.025 with vesting milestone of 12 months from issue; 10.0 million 3-year options exercisable at \$0.035 with vesting milestone aligned to the Australian pilot with Century 21 offices (refer to ASX announcement dated 27 March 2017). In addition the Board intends to provide further incentives to Mr Tarbey based on the introduction and facilitation of LiveOffer in overseas jurisdictions
 - Other Board and Management - 10.0 million 2-year options exercisable at \$0.025 subject to achievement of performance milestones
 - Other Advisors - 18.0 million 2-year options exercisable at \$0.025 subject to achievement of performance milestones

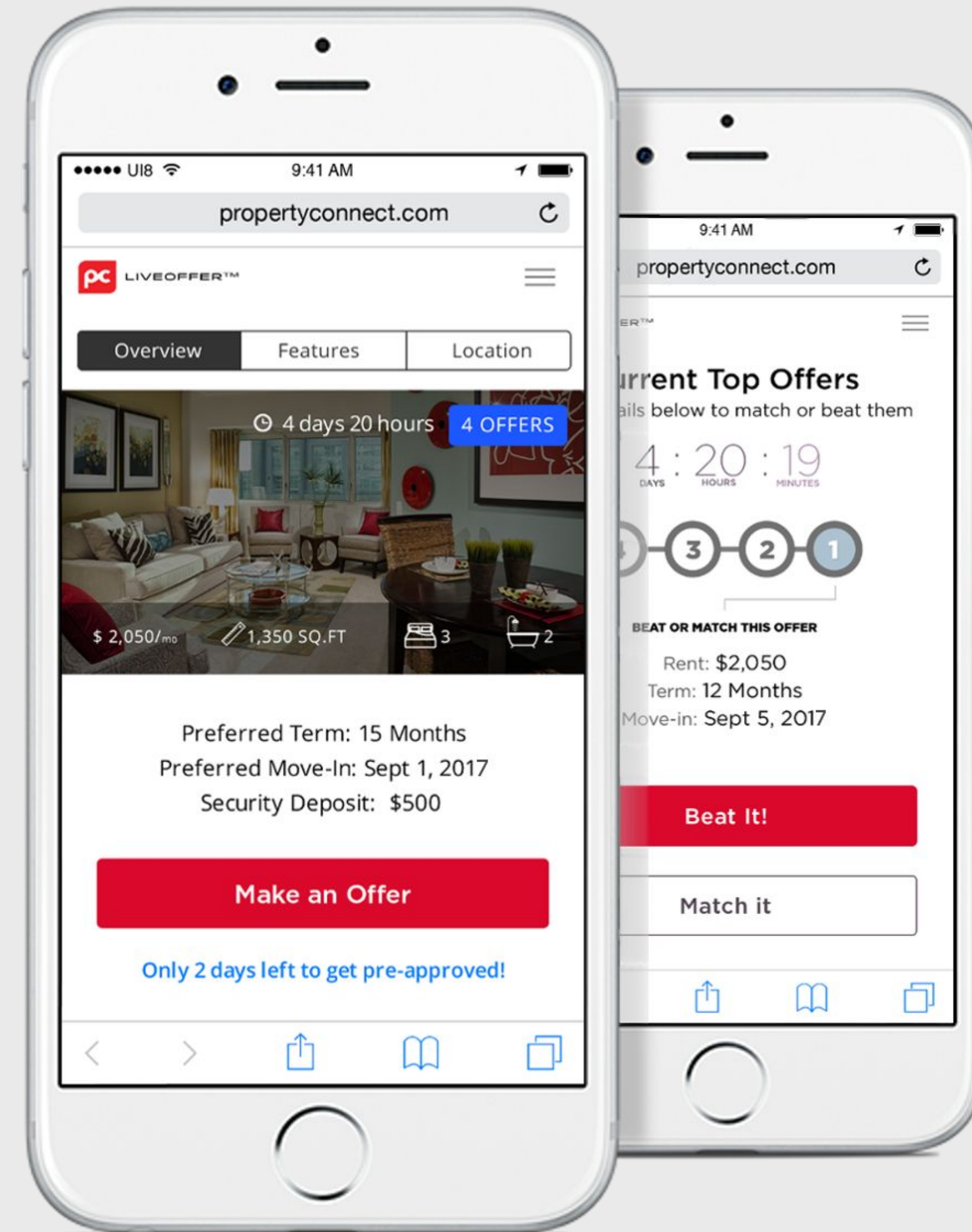


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LiveOffer™ Platform

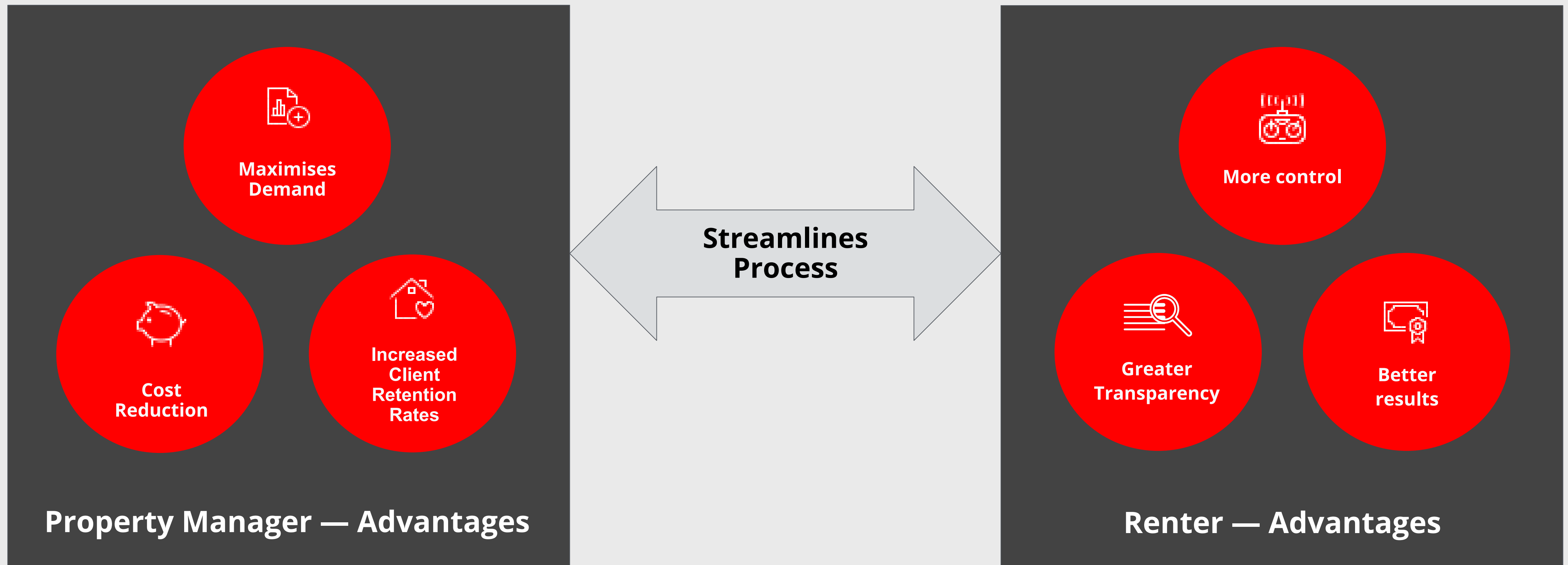
LiveOffer™ translates renters' needs into real time results for property managers, whilst providing transparency

- Enhances and optimises the rental offer process based on the closest match to the property manager's preferred terms, not necessarily the highest rent
- Targeting the enormous US multifamily apartment market, then expanding internationally
- Built on exclusive & patent pending technology - LiveOffer™



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Compelling Customer Offering



Tenant Advocacy and Transparency



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Multifamily Industry Statistics

4.7%

Annual Growth
Between 2011-2016 in
total revenue

35m+

Residents living in
multifamily communities

4.4%

Rental Vacancy Rate
2015

\$165b

Total Annual Revenue across the
US rental market

Source: IbisWorld 2015 Apartment Rental in the US



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Large U.S. Multifamily Apartment Manager Opportunity

Over 1 million apartments managed by the top US multifamily property managers alone

Rank	Manager	Units	HQ	Website
1	Greystar	413,679	Charleston, SC	www.greystar.com
2	Lincoln Property Company	165,251	Dallas, TX	www.lincolnapts.com
3	Pinnacle	134,725	Dallas, TX	www.pinnacleams.com
4	Equity Residential	109,540	Chicago, IL	www.equityapartments.com
5	WinnCompanies	98,817	Boston, MA	www.winnco.com
6	FPI Management, Inc.	98,401	Folsom, CA	www.fpimgt.com
7	Alliance Residential Co.	88,028	Phoenix, AZ	www.allresco.com
8	AMC	80,195	Cottonwood Hts, UT	www.amcllc.net
9	MAA	79,496	Memphis, TN	www.maac.com
10	AvalonBay Communities	73,944	Arlington, VA	www.avalonbay.com
11	BH Management Services	69,285	Des Moines, IA	www.bhmanagement.com
12	Edward Rose Building Ent.	60,453	Bloomfield Hills, MI	www.edwardrose.com

Source & complete list: <http://www.nmhc.org/Top-Managers>



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LiveOffer™ Revenue Model

Monthly license Fee	Conversion fee	Transaction fee	
US \$99.95 – US \$299.95 per community / office	US \$99 per LiveOffer™	Base 1% - 3% per lease	or Performance 25% of increase

Assuming an average rent of US \$1500 / month¹ translates to ~ US\$400 per lease, with an annual churn of around 57% per annum. Provides tremendous scale and opportunity with existing LOI's.

Flat rate brokerage/agent models for being explored internationally

Note: Existing letters of intent and master service agreements entail certain variable pricing arrangements
1. Conservative estimate which is below the national premium average,



Growing Customer Pipeline

Strong and growing customer base for the LiveOffer™ platform

8,045

Apartments under MSA

Master Service Agreements with property managers in the US - Berger and EIM

300,000+

Apartments under LOI

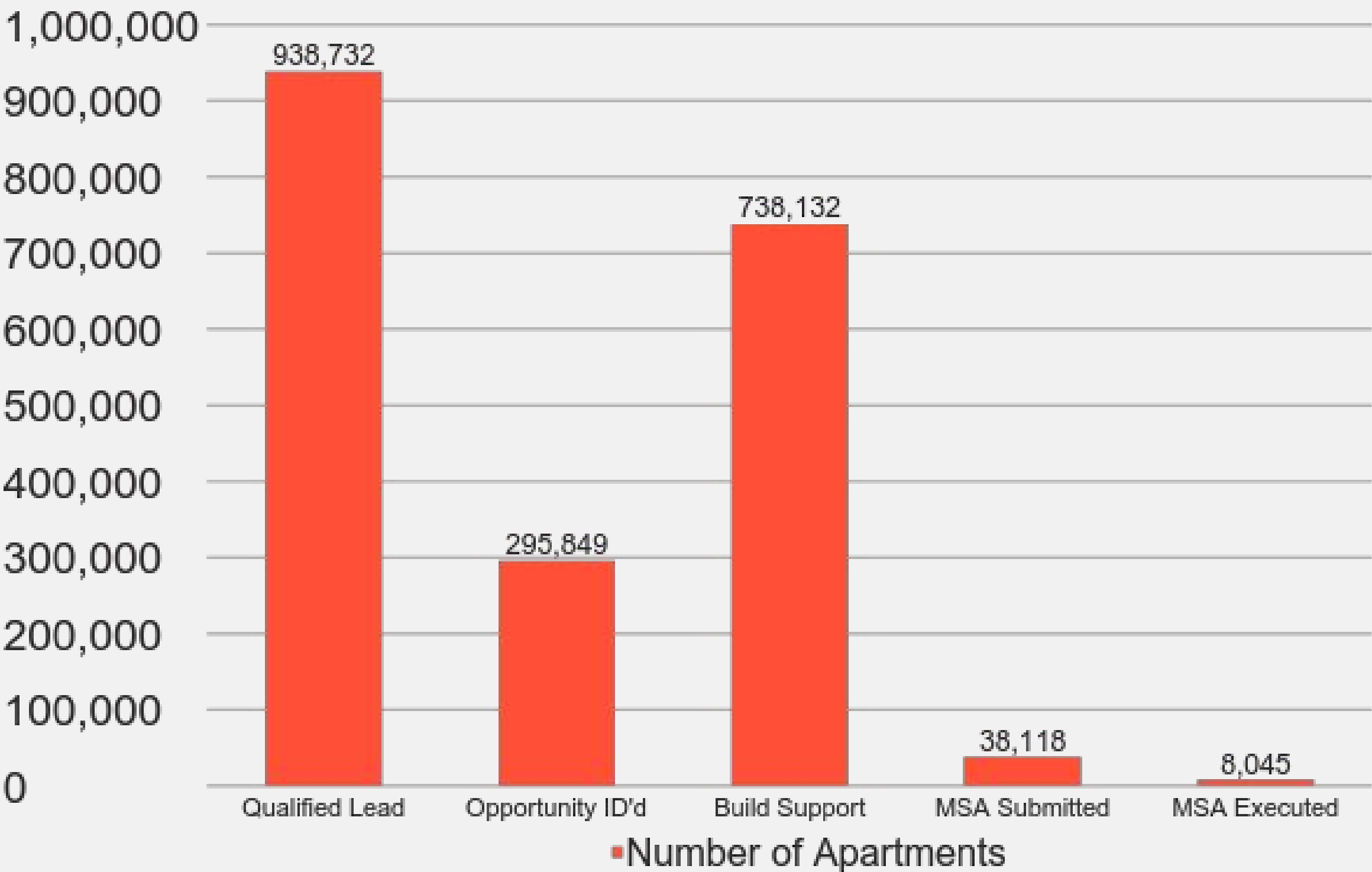
Letters of intent with 4 multifamily property managers

\$100m+

Pipeline of Deals

Property Managers identified and being targeted

Opportunity Pipeline



Customer validation – MSAs Executed



www.eimc.us



www.rentberger.com

Management team remains focused on converting LOIs to MSAs, and building the multifamily sales platform in the US



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LiveOffer™ Competitive Advantages



Property Connect Advantages

- Lower customer acquisition costs and churn
- High scalability
- Delivers revenue critical mass
- Aligned with industry – to become the industry's product of choice
- IP protection - Patents pending

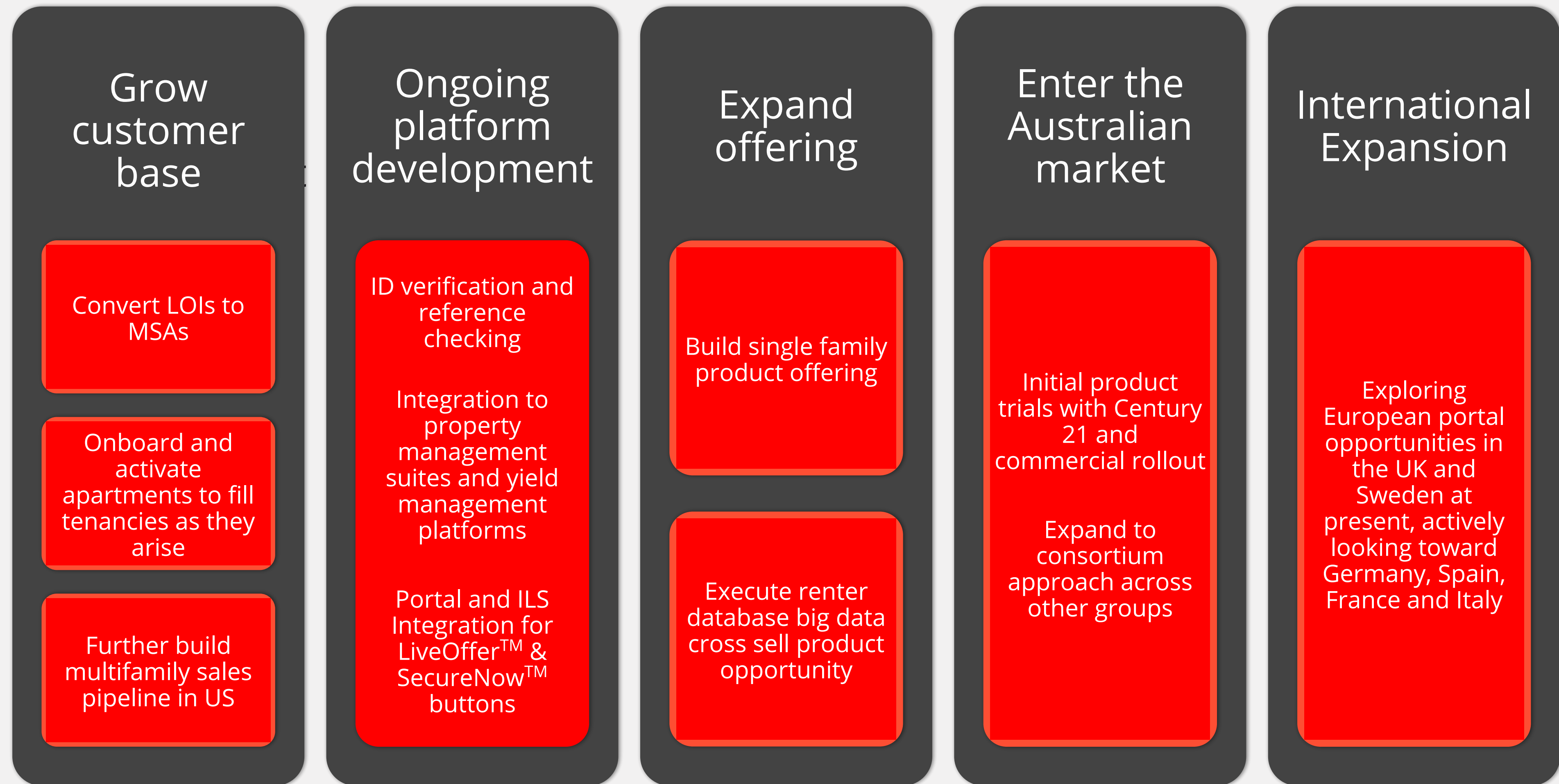
Competitors

- Reverse auction, rental payments or listing platforms
- B2C – targets renters or landlords, circumventing agents
- Consumer revenue model – renters pay
- Higher customer acquisition cost with low scalability and higher churn



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Clear Growth Strategy & Active Newsflow Pipeline



Australian Market Opportunity – Century 21 Trial

- Pilot program commencing with a selection of Century 21 company owned offices in Victoria and Western Australia in April 2017
- Will test Australian single family product offering with a leading Australian real estate agent, with a view to expanding through the full company owned and franchise network
- Has the potential to on-board approximately 3,000 company owned property managements, with tens of thousands across the larger network
- Exploring fixed cost revenue model suitable for the Australian market



The world's largest real estate sales organisation

- Approximately 6,950 franchised broker offices
- 106,000 affiliated sales associates
- Global presence in over 76 countries
- 300+ offices in Australia

Renters Now Rule Half of U.S. Cities

The Decline of Home Ownership in U.S. Cities

City	2009	2010	2011	2012	2013	2014	2015
Atlanta city, Georgia	51.3%	47.9%	47.0%	46.0%	45.4%	44.1%	43.6%
Columbus city, Ohio	50.7%	49.5%	48.6%	47.8%	46.9%	45.9%	45.4%
New Orleans city, Louisiana	51.1%	49.3%	48.3%	47.6%	47.3%	46.9%	46.3%
Knoxville city, Tennessee	51.0%	51.6%	51.0%	50.5%	49.9%	48.0%	46.6%
Birmingham city, Alabama	52.2%	52.1%	51.2%	49.6%	49.5%	48.5%	46.8%
San Diego city, California	50.6%	49.5%	49.2%	48.3%	47.9%	47.5%	46.9%
Baltimore city, Maryland	51.1%	49.8%	49.5%	48.8%	48.3%	47.2%	47.1%
Sacramento city, California	51.3%	50.6%	50.0%	49.1%	48.4%	47.6%	47.2%
Madison city, Wisconsin	51.4%	52.2%	51.4%	50.1%	49.3%	48.7%	47.8%
Pittsburgh city, Pennsylvania	52.1%	51.3%	50.6%	49.0%	48.8%	48.8%	48.0%
Minneapolis city, Minnesota	52.0%	50.8%	50.4%	50.0%	49.2%	48.6%	48.1%
Tucson city, Arizona	54.5%	52.9%	52.3%	51.7%	50.4%	49.6%	48.8%
Stockton city, California	54.6%	54.3%	53.3%	51.9%	51.2%	49.6%	49.0%
Tampa city, Florida	55.5%	55.1%	53.4%	51.7%	50.9%	49.6%	49.1%
Durham city, North Carolina	51.4%	51.3%	50.9%	50.6%	50.5%	49.9%	49.2%
Memphis city, Tennessee	54.6%	53.7%	52.7%	52.1%	51.1%	49.9%	49.2%
St. Paul city, Minnesota	56.3%	53.8%	52.2%	51.2%	50.4%	49.4%	49.3%
Detroit city, Michigan	55.4%	54.5%	53.8%	52.6%	51.9%	50.7%	49.4%
Denver city, Colorado	53.8%	52.5%	51.7%	50.4%	50.2%	49.7%	49.4%
Baton Rouge city, Louisiana	50.7%	51.3%	51.7%	51.5%	50.9%	50.1%	50.0%
Irvine city, California	54.6%	53.2%	52.7%	50.3%	49.8%	49.2%	48.3%

Source: ACS 5-yr

■ Majority Renter ■ Majority Owner

REDFIN



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Source:

1 <https://www.bloomberg.com/news/articles/2017-03-23/renters-now-rule-half-of-u-s-cities>

Data Play Opportunity

- **Big Data opportunity**, with detailed database of tenant details captured by LiveOffer™ platform
- **Monetisation opportunities identified**, allowing for targeted marketing and cross-selling of related products and services such as mortgages, insurance, relocation services and utilities under revenue sharing or other arrangements
- **Big data analytics and integration** to be completed within the next 6-12 months, once customer scale achieved



Outlook

Strong market demand

Across multiple segments (premium, basic and student) in the US, Australia, and soon Europe

Platform now Live and generating first revenues

Existing MSAs gearing up with the completion of the LiveOffer™ platform development

Strong & growing pipeline

Efficient self on-boarding sales engagements, removing the need for LOIs -> straight to revenue production via credit card

Strong sales pipeline and relationships with further high profile partners to continue to drive revenue opportunities

Growth opportunities

Plans to enter the Australian and European markets with leading real estate partnership trials

Future opportunities for the monetisation of high quality consumer data



Key Risks

There are general risks with any investment in the stock market and an investment in the Company carries a number of risk factors. In addition, there are a number of specific risks concerning the Company which investors should be aware of. The following is not an exhaustive summary but identifies the areas the Board regards as the major risks specific to an investment in the Company. You should carefully consider the risks and uncertainties set out below and the information contained elsewhere in this Prospectus. You should also seek your own professional advice in relation to the risks associated with an investment in the Company and should make your own assessment as to investing in the Company.

General risk factors:

(a) General equity market risks - there can be no certainty that following the raising, an active and liquid market in the Shares will be available. In addition, Shares may trade on the ASX at a discount or premium to the raising price. The price at which shares trade on the ASX may be affected by a number of factors, including the financial and operating performance of the Company and external factors over which the Company and its Directors have no control. These external factors include actual, expected and perceived general economic conditions, changes in government policy or regulation, significant events such as natural disasters or acts of terrorism, investor attitudes, changes in taxation, movements in interest rates, movements in stock markets, and general conditions in the markets in which the Company will operate. In addition, investors should consider the historical volatility of Australian and overseas share markets.

(b) Economic conditions - the performance of the Company is likely to be affected by changes in economic conditions. Profitability of the business may be affected by some of the matters listed below. The Directors make no forecast in regard to: (i) the future demand for the Company's products and services; (ii) general financial issues which may affect policies, exchange rates, inflation and interest rates; (iii) deterioration in economic conditions, possibly leading to reductions in business spending and other potential revenues which could be expected to have a corresponding adverse impact on the Company's operating and financial performance; (iv) the strength of the equity and share markets in Australia and throughout the world; (v) financial failure or default by any entity with which a member of the Company is or may become involved in a contractual relationship; and (vi) industrial disputes in Australia and overseas.

(c) Geo-political factors - the Company may be affected by the impact that geo-political factors have on the world or Australian economy or on financial markets and investments generally or specifically. This may include international wars, terrorist type activities and governmental responses to such activities.

(d) Currency fluctuations - Property Connect's revenues, costs and expenses in the US are denominated in US dollars, whereas the Company reports in Australian dollars. As a result of the use of these different currencies, the Combined Group is subject to foreign currency fluctuations which may materially its financial position and operating results. For example, a depreciation of the US dollar relative to the Australian dollar may result in lower than anticipated revenue, profit and earnings as a result of the translation of the USD earnings into AUD.

(e) Government policies & legislation The Company may be affected by changes to government policies and legislation, including those relating to domestic and international taxation regimes, grants for research and development, policies regarding technology companies and international incentive programs.

Property Connect specific risk factors

(a) Technology - Property Connect's business is primarily based around the LiveOffer™ Platform. The allure of the LiveOffer™ Platform to users in the retail rental property market is its streamlined interface and the ability for rental property seekers and agents alike to be matched based on their respective preferences, and to view rental offers and applications in real-time. The technology in the LiveOffer™ Platform has been developed around this. Accordingly, as with all other technology products, there is a risk that the LiveOffer™ Platform technology may be superseded by a new technology which has advantages over Property Connect's offerings and delivers real-time benefits in a more practical, efficient, engaging and reliable manner.



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Key Risks (cont.)

(b) Intellectual property - There is a risk that other individuals or companies may claim to have an interest in intellectual property used by Property Connect. Particularly, the success of Property Connect's business is largely based on the competitive market advantage it enjoys by virtue of being able to use its Patents. The intellectual property may be challenged by other parties and defending such actions may adversely impact Property Connect's earnings. In addition, Property Connect may be required to develop or support new technology and intellectual property, which may require significant capital expenditure by Property Connect. Property Connect will likely acquire trade secrets and other intellectual property rights that are important assets and critical for the development of the LiveOffer Platform and Property Connect's product offerings in the future. Property Connect may therefore rely on a combination of confidentiality and license agreements with its consultants and third parties with whom it has relationships, as well as domain name, trade secret, copyright and patent laws, to protect its brand and other intellectual property rights. However, various events outside of Property Connect's control could pose a threat to its intellectual property rights, as well as to its products and the LiveOffer Platform.

(c) Competition - The Real Estate Technology space is highly competitive. The actions of an existing competitor or the introduction of a new competitor in the Real Estate Technology market may make it difficult for Property Connect to attract new users to its LiveOfferTM Platform and expand its user base. Competitor action may cause the users of the LiveOfferTM Platform to use a Competitor's product. This will materially affect Property Connect's ability to grow its revenue, which in turn, may have an adverse effect on its profitability. If Property Connect's LiveOfferTM Platform proves to be less successful than its competitors' products, the whole business of Property Connect could be adversely affected

(d) Reliance on key personnel - Property Connect relies heavily on the experience and knowledge of its management team, which consists of strong experience in software development, real estate and Company management. Property Connect is also dependent on its ability to recruit and retain suitably qualified personnel. In the event that such key personnel leave Property Connect and Property Connect was unable to recruit suitable replacements, such loss could have a materially adverse effect on Property Connect, particularly given the small size of Property Connect.

(e) Growth prospects and company expansion plans - Property Connect is an early-stage start up, and as such its future success and profitability is modelled on accelerated growth and an expansion plan to achieve the objective of transitioning a bulk of online rental applications to its LiveOfferTM Platform, thereby obtaining a large user footprint (both domestically and globally). Property Connect's growth and expansion prospects are dependent upon a number of factors, including, user take up of the LiveOfferTM Platform, the success of marketing and sales campaigns and execution of rollout of the LiveOfferTM Platform. If Property Connect fails to execute any expansion plan and cannot attract users for its product offerings, its financial performance is likely to be negatively affected.

(f) Sales and marketing success - Following completion of the raising, Property Connect intends to invest capital into greater domestic and international sales capacity. Selling and marketing of the LiveOfferTM Platform and the "Property Connect" brand will be vital to its sustained presence and success both in the United States of America and globally. Accordingly, the commercial success of the LiveOfferTM Platform will be heavily contingent on the success of the sales and marketing campaigns employed by Property Connect and subsequent development of the goodwill in the "Property Connect" brand. By its nature, there is no guarantee that Property Connect's sales and marketing campaign will be successful. In the event that it is not, Property Connect may encounter difficulty commercialising its product, which would have an impact on Property Connect's future sales and profitability.

(g) Limited trading history - Property Connect is essentially a start-up company with a limited trading history. Since its incorporation, Property Connect's activities have principally involved raising money, developing its LiveOffer Platform and more recently commencing a sales operation and hiring an employee base. Like many start-up companies, Property Connect has incurred losses since its inception. No assurance can be given regarding the future commercial viability of Property Connect through the implementation of its business plan.

(h) Reliance on access to internet - The LiveOffer Platform is dependent on the ability of its users to access the internet. Access is provided by various classes of entities in the broadband and internet access marketplace. Should any of these entities disrupt, restrict or affect the cost of access to Property Connect's LiveOfferTM Platform, usage of Property Connect's LiveOfferTM Platform may be negatively impacted, which could adversely affect user experience with the LiveOfferTM Platform and any future products developed by Property Connect.

(i) Reliance on search engines - Should Property Connect's brand or products fail to attract a high level of internet search ranking, direction of users or potential new customers to its products could be limited and its business and operating results could be adversely affected. Property Connect's search result rank is outside of its control and competitors' search engine procedures may result in their websites or online products receiving a higher search result ranking. Reduced numbers of potential users directed to Property Connect's LiveOfferTM Platform could adversely affect its business and operating results.



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Key Risks (cont.)

(j) Faults with the LiveOffer™ Platform - Because Property Connect's LiveOffer™ Platform is complex, it may contain errors or defects that users identify after they begin using it, which could harm Property Connect's reputation and business. Internet based services frequently contain undetected errors when first introduced or when new versions or enhancements are released. Property Connect has on occasions found defects in the LiveOffer™ Platform and new errors in this product and any future products and services may be detected in the future. If that occurs, the Company could lose future sales or customers.

(k) Regulatory environment - Presently, Property Connect's operations are based in the United States of America (US) and subject to US laws and regulations. However, the Company intends to expand Property Connect's operations into other markets such as Australia and other jurisdictions. Users, competitors, members of the general public or regulators could allege breaches of legislation in the relevant jurisdictions (for example, if a rental property advertisement was considered to be misleading or deceptive). This could result in remedial action or litigation, which could potentially lead to the Company being required to pay compensation or a fine. The Company's operations may become subject to regulatory requirements, such as licensing and reporting obligations, which would increase the costs and resources associated with regulatory compliance. Any such increase in the costs and resources associated with regulatory compliance could impact upon the Company's profitability. In addition, if regulators took the view that the Company had failed to comply with regulatory requirements, this could lead to enforcement action resulting in public warnings, infringement notices or the imposition of a pecuniary penalty. This could lead to significant damage to the Company's reputation and consequently impact on its revenue. The Company intends to offer the LiveOffer Platform™, and any future developed products, in numerous jurisdictions. Regulatory changes could see the Company being required to hold a licence in some of these jurisdictions or otherwise comply with local regulations. This could preclude the Company from offering certain services in these jurisdictions until such a licence has been obtained, or may require the Company to comply with a range of regulatory requirements. Any such increase in the costs and resources associated with the regulatory compliance in these jurisdictions could impact upon the Company's profitability.

(l) Foreign exchange risks - Property Connect's revenues, costs and expenses in the US are denominated in US dollars, whereas the Company reports in Australian dollars. As a result of the use of these different currencies, the Combined Group is subject to foreign currency fluctuations which may materially affect its financial position and operating results. For example, a depreciation of the US dollar relative to the Australian dollar may result in lower than anticipated revenue, profit and earnings as a result of the translation of the USD earnings into AUD.

(m) Domain name risk - Property Connect's business depends to some extent on customers being attracted to its website. Property Connect has registered a domain name for the purposes of its website. However, should the Company fail to renew, or otherwise, lose control of the Property Connect domain name, it would lose all website traffic direct to that domain. This would likely adversely affect the Company's revenue.

(n) Funding - While Property Connect believes it will have sufficient funds after completion of the raising to meet all of its growth and capital requirements for the near term, Property Connect may seek to exploit opportunities of a kind that will require it to raise additional capital from equity or debt sources. There can be no assurance that Property Connect will be able to raise such capital on favourable terms or at all. If Property Connect is unable to obtain such additional capital, it may be required to reduce the scope of its anticipated activities, which could adversely affect its business, financial condition and operating results.

(o) Hacker attacks - Property Connect relies upon the availability of its website to provide services to customers and attract new customers. Hackers could render the website.

(p) Tax - There is the potential for changes to Australia's taxation laws. Any change to the Company's current tax rate (including in the foreign jurisdictions in which Property Connect operates) is likely to impact the Company's financial performance and the return to Shareholders. An interpretation of taxation laws by the relevant tax authority that differs from the Company's view of those laws may increase the amount of tax to be paid. In addition, an investment in the Shares involves tax consideration which may differ for each Shareholder. Changes in tax rules and tax arrangements could have an adverse effect on the level of dividend franking and shareholder returns.



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