



# Integrated HR platform now positioned for global growth

**Schrole™**

Tech-enabled education  
recruitment and training

Investor presentation: July 2020

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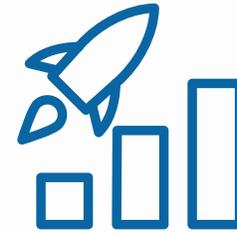
# Schrole's SaaS platform now positioned for global growth



Strategic agreement with Faria Education Group (Faria) to underpin rapid global growth



Revision of International Schools Services (ISS) agreement to enable focus on SaaS business

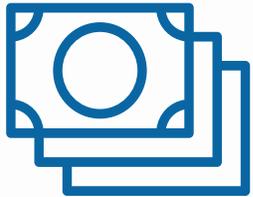


Schrole now well capitalised to continue to execute the global growth strategy



Schrole is in a significantly strengthened strategic position

# Transformational strategic investment and partnership with Faria



Capital injection  
via convertible  
notes  
= **AU\$2.9m**



Convertible notes  
to Schrole shares  
= **19.99%**  
**strategic stake**



Faria's integration of  
Schrole software  
= **access to 10,000  
schools including  
3,000 international  
schools**



**Both companies  
expected to begin  
marketing combined  
product offerings to  
schools & teachers by OCT  
2020**

# The strategic rationale of the Faria partnership

## Faria Background:

- An excellent partner with a highly complementary services offering
- Highly regarded in the global education sector
- Well placed to deliver significant growth for Schrole via joint promotion to their substantial global customer base



**Rob Graham**

Schrole Group  
Managing Director

*"I'm delighted with the progress that has already been made to integrate our leading product ISS-Schrole Advantage. The Faria partnership will enable Schrole to expand the sale of our software as a service to international schools."*

# Faria Education Group:

## A world leader in international education systems and services

- Faria Education Group was founded in 2006 to transition schools from paper onto a curriculum-focused learning platform, ManageBac
- ManageBac software is now preferred choice for International Baccalaureate World Schools (used by 4 out of 5 IB students globally)
- Highly regarded education group, now supporting **>10,000** schools, 3 million students and 176 staff (including 40 sales staff) across international and domestic markets
- **>3,000** Faria customers are international schools that can directly benefit from the Advantage platform and Verify integration



*"We are delighted to partner with Schrole to support our existing mutual international school customers with a global and best-in-class HR solution and we look forward to working with Schrole to deliver rapid product innovation in order to fully integrate the HR lifecycle from recruitment to onboarding and professional development."*

**Theodore King - Faria CEO**

# Complementary range of school management solutions



Learning & teaching



Student admissions



Activities & payments



Recruitment



Background screening



Professional development



# Expected growth driven by complementary offerings

Partnership designed to deliver considerable growth for both businesses with product integration and assistance with sales and marketing.

The market opportunity:

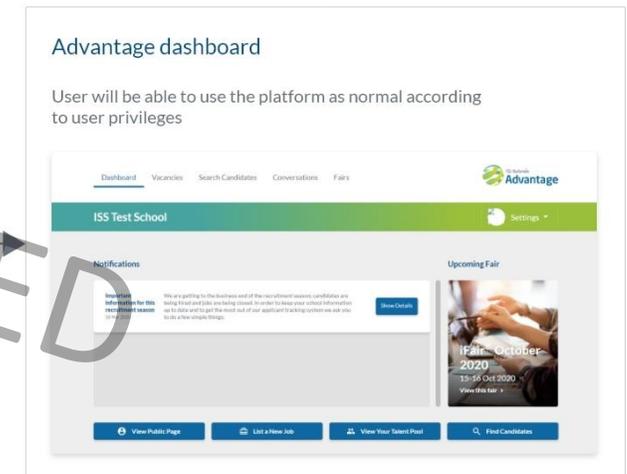
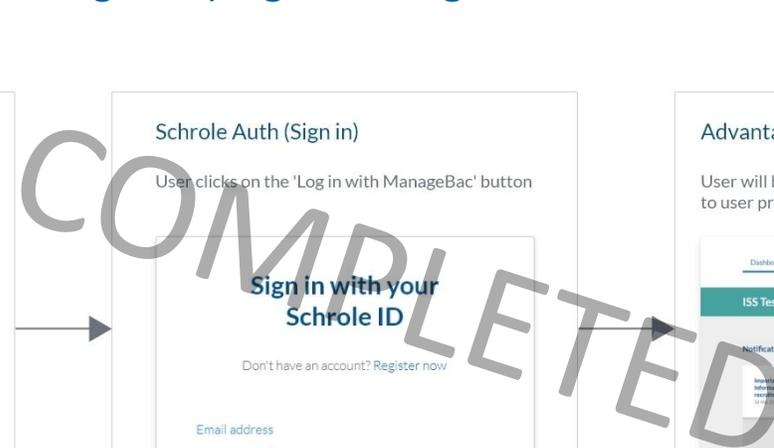
- cross-selling of ISS-Schrole Advantage and Verify to Faria's 3,000 international school customers (10,00 schools),
- facilities to allow for automatic provisioning of user accounts from ManageBac into ISS Schrole Advantage
- strong support of 40 full time sales and account management personnel.

	Schrole	Schrole + Faria
<b>Schools</b>	388 (July 2020)	> 10,000
<b>Software Services</b>	<b>HR Focused Solutions</b>	<b>HR, Learning &amp; Teaching, Admissions, Activities &amp; Payments Solutions</b>
<b>Sales staff</b>	4	40
<b>Developers</b>	7	82
<b>Markets</b>	International + Australia	International + United States + Australia
<b>Hosting</b>	Azure AU servers	Azure AU + Beijing-based AWS servers

# Integration: Phase 1

## Integration agreement and Plan

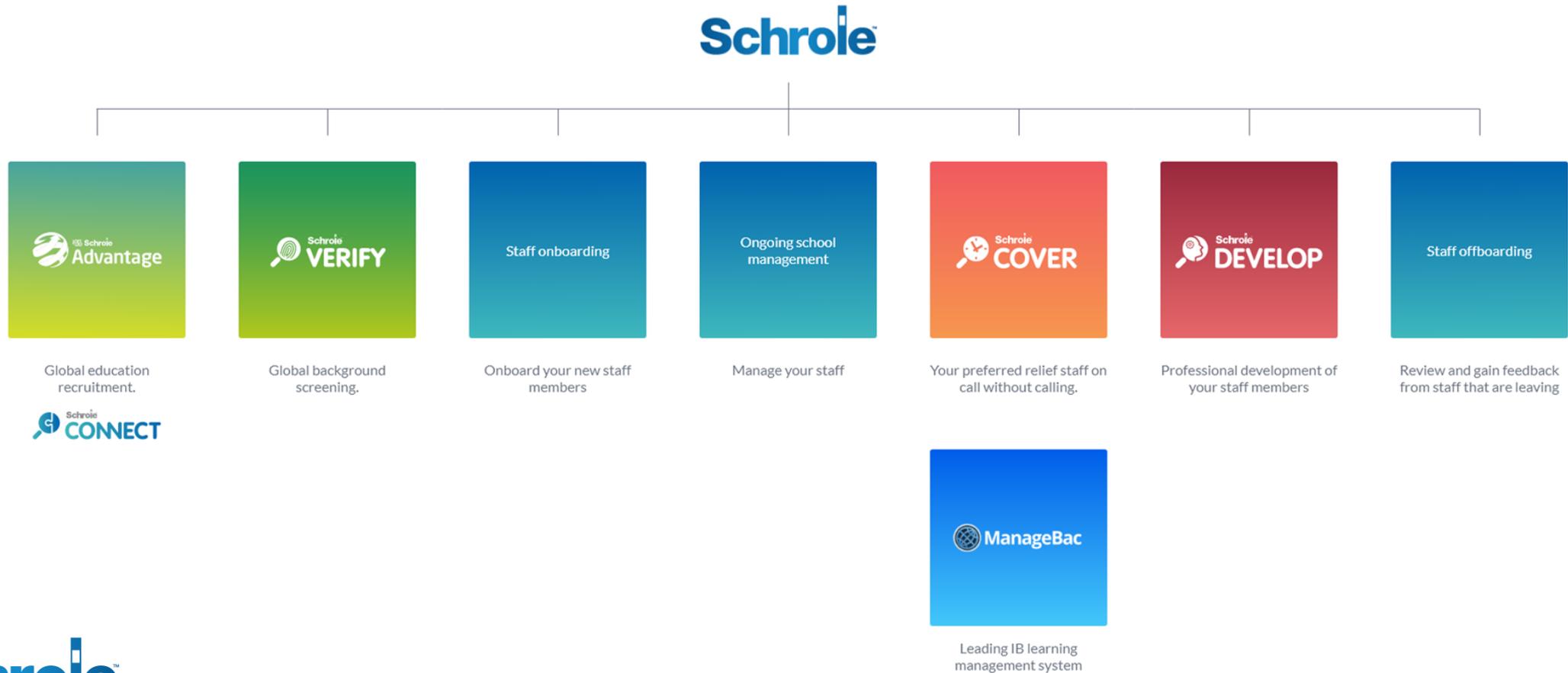
- Single-Sign-On through Faria Accounts Portal, allowing users to move seamlessly between services
- Alignment of marketing and sales, marketing plans, sales training, support workflows, design and development of co-branded marketing collateral, to conduct joint marketing campaigns through school visits and mailings, launching in October 2020



# Integration: Phase 2

Rapid product innovation to fully integrate the HR lifecycle from recruitment to onboarding and professional development

- All modules under one platform and additional modules to be developed



# Revision of International School Services Agreement

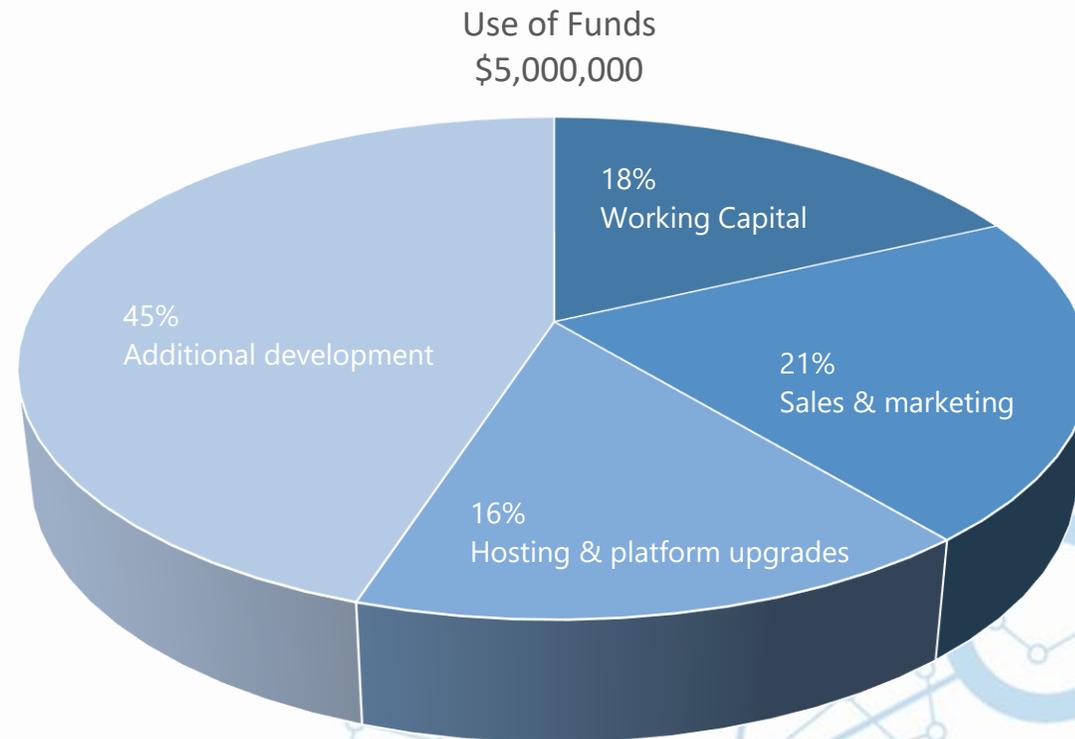
- April 18: Schrole entered into an agreement with ISS to provide recruitment services for international schools
- Net revenue was expected to be shared on a 50:50 basis by Schrole and ISS but due to the structure of the agreement Schrole was yet to reach a 50:50 basis
- The revised agreement covers a transition period of 24 months during which Schrole and ISS will split revenues for new sales and renewals:
  - **12 months to 30 June 2021 - Fixed 50-50 basis for new sales and renewals**
  - **12 months to 30 June 2022 – New sales by Schrole to be allocated 100% to Schrole and renewals to be 50-50 split (ISS / Schrole)**
  - **Agreement to terminate from 30 June 2022**

# Revised revenue model for Advantage Platform licences

	12 months to 30 Dec 2019 (FY19 Actual)	1 July 2020 - 30 June 2021	1 July 2021 – 30 June 2022
<b>Total Advantage Licence Sales</b>	Schools: New sales \$1.0m Schools: Renewals \$2.2m Candidates \$0.7m TOTAL \$3.9m		
<b>Schrole share of Advantage revenues</b>	<ul style="list-style-type: none"> <li>37% revenues (new sales and renewals)</li> </ul>	<ul style="list-style-type: none"> <li>50% revenue for new sales</li> <li>50% revenue for renewals</li> </ul>	<ul style="list-style-type: none"> <li>100% new sales generated by SCL</li> <li>50% renewals</li> </ul>
<b>ISS share of ISS Schrole Advantage revenues</b>	<ul style="list-style-type: none"> <li>63% revenues (new sales and renewals)</li> </ul>	<ul style="list-style-type: none"> <li>50% revenue for new sales</li> <li>50% revenue for renewals</li> </ul>	<ul style="list-style-type: none"> <li>0% new sales generated by SCL</li> <li>50% of renewals</li> </ul>
<b>Faria introduced new licence sales</b>	N/A	0%	<ul style="list-style-type: none"> <li>Based on industry standard for AppStore agreements</li> </ul>

# Strengthened Balance Sheet to Underpin Growth

Funds to deliver Schrole customers with a streamlined user experience of SaaS services



# Strategic investment and partnership with US-based Faria Education Group prepares Schrole for global expansion



Strategic partnership between Faria and Schrole to underpin rapid global growth

Schrole to benefit from:

1. Integration of highly complementary service offering
2. Faria's extensive school network including 3,000 international schools



Faria investment in Schrole demonstrates their commitment and provides funding for accelerated software development and integration activities



Revision of International Schools Services agreement, with termination from June 2022, to enable Schrole to focus on SaaS platform (net revenue to be shared 50:50 for 2020-2021, for 2021-2022 50:50 on renewals only)



Schrole well capitalised to underpin rapid global growth

**Schrole**<sup>™</sup>

\* See Appendix slide 16 and 17 for use of funds



# APPENDIX



# Board & Management



**Rob Graham, *B.Ed, M.Ed***  
**Managing Director**

Managing Director of Schrole Group. Over 30 years experience as a teacher and principal, and ran an international school recruitment company prior to forming Schrole



**James King, *B.Com, PMD***  
**Non-Executive Director**

Over 30 years of management and board experience with major corporations in Australia and internationally including former roles as Managing Director of Carlton & United Breweries; President of Kraft Foods (Asia Pacific); and Non-executive Director of Navitas.



**Stuart Carmichael, *B.Com, CA***  
**Chairman | Non-Executive Director**

Partner & Director Ventnor Capital. Over 20 years international experience advising on corporate finance, commercial and operational matters. Currently Non-Executive Director of multiple ASX entities.



**Shaun Hardcastle, *BA LLB***  
**Non-Executive Director**

Partner of HWL Ebsworth Lawyers, specialising in equity capital markets and mergers & acquisitions. Non-Executive Director of Hawkstone Mining Ltd (ASX:HWK) and RareX Ltd (ASX:REE)

# Capital Structure

Ordinary Shares	
SCL Listing Date	12 Oct-17
Share Price @ 24-Jul-2020	\$0.02
52-week High / Low	\$0.032 / \$0.007
Shares on Issue (Unrestricted)	1,093m
Market Capitalisation	\$21m

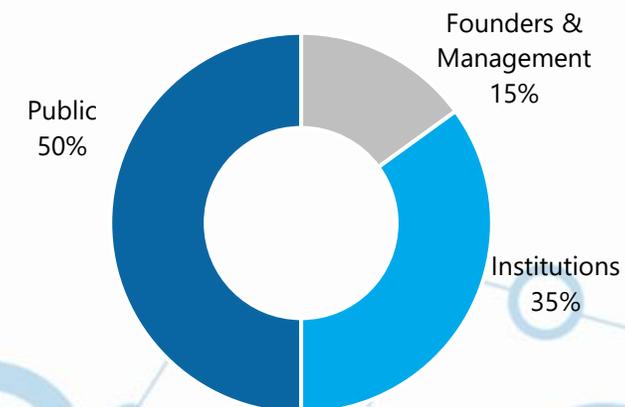
Performance Shares	Milestones	Period from Listing
Series B: 93m shares	Sales revenue of \$7m over 12 months	36 months
Series C: 150m shares	EBITDA of \$3m over 12 months	48 months

Faria Convertible Notes	Convertible Notes	Conversion Shares
Notes	2,895,000	273,113,208

Options	Exercise Price	Number
Expiring Oct-20	\$0.02	48,000,000
Expiring Oct-20	\$0.03	57,000,000
Expiring Oct-20	\$0.04	104,000,000

Performance Rights	Vesting Milestone	Expiry
Class B: 13.6m rights	Sales revenue of \$7m over 12 months	36 months from listing
Class C: 22.6m rights	EBITDA of \$3m over 12 months	48 months from listing

Top Ordinary Shareholders	%
Top 5 Shareholders	38%
Top 10 Shareholders	48%
Top 50 Shareholders	73%
Founders & Management	16%



# Faria Strategic investment via convertible note to underpin Schrole's growth

<b>Instrument</b>	Convertible Note
<b>Amount</b>	\$2,895,000
<b>Notes Issued</b>	2,895,000
<b>Conversion Price</b>	\$0.0106 per note
<b>Conversion Shares</b>	273,113,208
<b>Automatic Conversion</b>	Automatic conversion if VWAP above \$0.0137 over any 60-day period
<b>Escrow</b>	July 2021
<b>Maturity Date</b>	July 2023
<b>Coupon Rate</b>	8.0% p.a. payable in cash or as otherwise agreed, no interest payable if notes converted within 6-months of completion
<b>Redemption</b>	Note Holders Option, subject to automatic conversion above
<b>Security</b>	Unsecured

# About Faria Education Group product suite



Faria's flagship product for curriculum planning, assessment and reporting for IB world schools



For paperless admissions from inquiry to enrollment



For curriculum management, enabling schools to collaboratively plan, share, and analyze their curriculum



Provides an integrated platform offering curriculum management for faith-based schools



An innovative web and mobile solution for extra-curricular management and online payments

# About Schrole Group's product suite



An online Software-as-a-Service platform that enables international schools to streamline teacher recruitment and candidate management activities



A cloud-based software platform that engages your preferred relief staff at the touch of a button



Streamlined teacher recruitment platform delivering superior insights on applicants and improving process efficiency



A new global standard for background screening in the international schools sector



Schrole Education and Training Advisory Service provides accredited training solutions customised to the contexts in which our clients operate