



TINY
VILLAGE
GROUP

twilight
GLAMPING

Creating nature
experiences in
unimagined destinations

CROWD-SOURCED FUNDING OFFER DOCUMENT

ACN 601 615 534

Dated: 1 December 2020

**Offer of fully-paid ordinary shares in Tiny Village Group Pty Ltd
at \$1.00 per share to raise a maximum of \$2,800,000.**

Important Notice

This Crowd-Sourced Funding (CSF) Offer Document relates to the Offer of fully-paid ordinary shares in Tiny Village Group Pty. Ltd. This Offer is made under the CSF Regime in Part 6D.3A of the Corporations Act 2001 (Corporations Act).

Issuer

Tiny Village Group Pty Ltd ACN 601 615534

Intermediary

Birchal Financial Services Pty Ltd AFSL 502618

Creating unforgettable
nature stays, adventure
activities & events.



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SECTION 1: RISK WARNING

Risk Warning

Crowd-sourced funding is risky. Issuers using this facility include new or rapidly growing ventures. Investment in these types of ventures is speculative and carries high risks.

You may lose your entire investment, and you should be in a position to bear this risk without undue hardship.

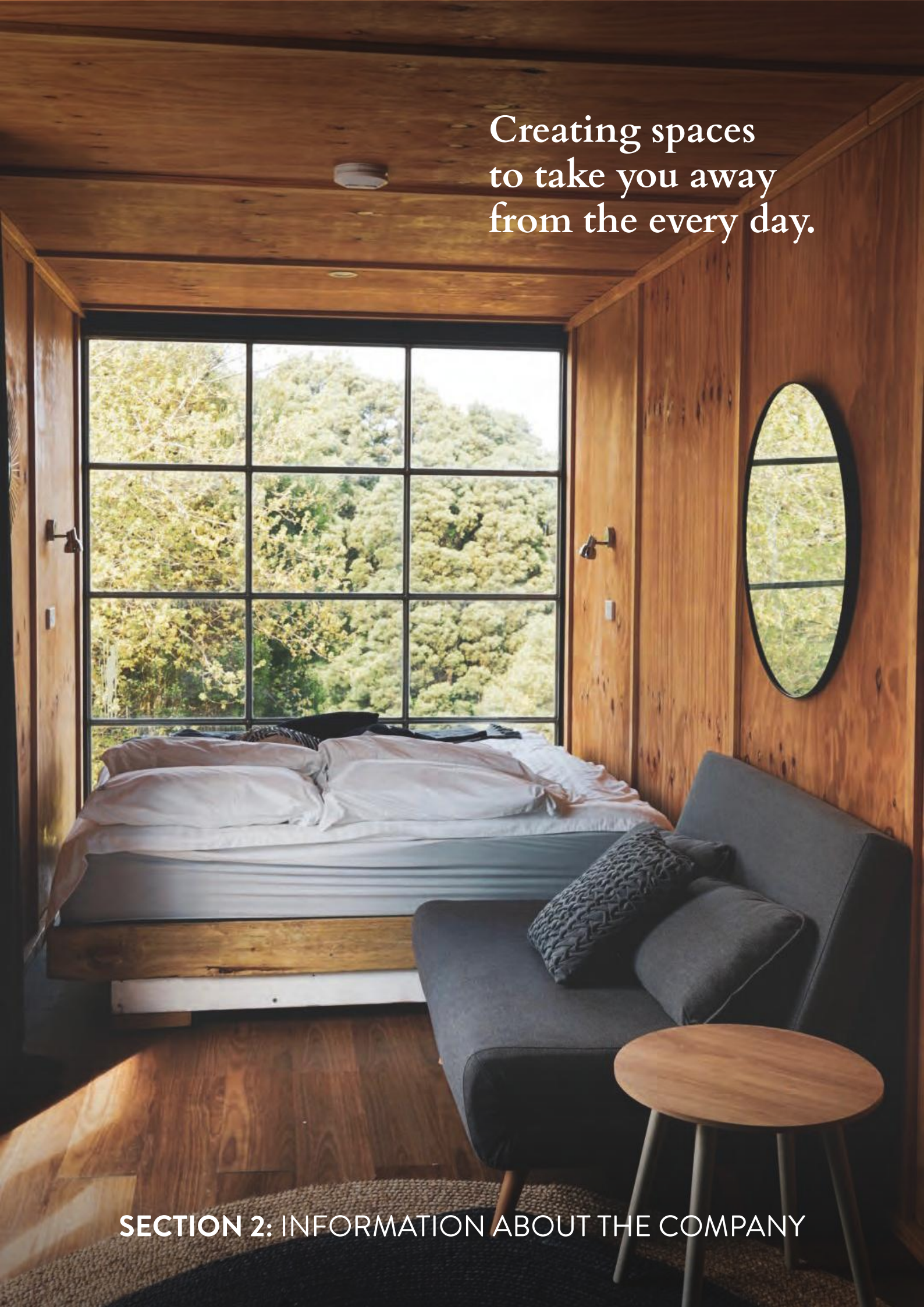
Even if the company is successful, the value of your investment and any return on the investment could be reduced if the company issues more shares.

Your investment is unlikely to be liquid. This means you are unlikely to be able to sell your shares quickly or at all if you need the money or decide that this investment is not right for you.

Even though you have remedies for misleading statements in the offer document or misconduct by the company, you may have difficulty recovering your money.

There are rules for handling your money. However, if your money is handled inappropriately or the person operating the platform on which this offer is published becomes insolvent, you may have difficulty recovering your money.

Ask questions, read all information given carefully, and seek independent financial advice before committing yourself to any investment.

A modern bedroom with wood-paneled walls and ceiling. A large window with a black frame looks out onto a dense forest. A bed with white linens is positioned in front of the window. To the right, a dark grey sofa with two pillows sits on a dark rug. A small, round wooden side table is next to the sofa. An oval mirror is mounted on the wall above the sofa. The floor is made of light-colored wood.

Creating spaces
to take you away
from the every day.

SECTION 2: INFORMATION ABOUT THE COMPANY

A letter from the founders

Thank you so much for your interest in our equity crowdfunding campaign. The support and response received has been truly amazing.

We are proud to present you with this Offer Document to invest into our profitable and rapidly growing business.

We believe to develop a responsible business it must deeply care about its impact and the difference it makes in the world. Ecological sustainability and environmental impact are at the core of our purpose. This passion has never been stronger and we see the opportunities to grow our business and the good we can make to the planet.

Our mission is to deliver environmentally sustainable nature experiences. Our aim is to be a leader in nature stays, outdoor activities and events in the nature tourism sector.

We hope this offer document contains and answers all you need, to give you the confidence to join Tiny Village Group on the journey, so that together we create and enjoy experiences that reconnect us to nature.

Thank you,

Alan DAndrea - Lee Brown - Leanne Maree Pocock
Founders & Directors



Company details

This offer of shares is made by Tiny Village Group Pty Ltd
ACN 601 615 534 (the Company or Tiny Village Group).

The Company was incorporated on **3 September 2014**

Company Name	Tiny Village Group Pty Ltd
A.C.N	601 615 534
Offer Type	Crowd-sourced funding
Offer Date	1 December 2020
Offer Details	Offer of fully-paid ordinary shares in Tiny Village Group Pty Ltd at share price AUD\$1.00 per share to raise a maximum of AUD\$2,800,000.
Registered Office & Contact Details	660 Great Ocean Road, Bellbrae, Victoria 3228
Principal Place of Business	660 Great Ocean Road, Bellbrae, Victoria 3228
Related Companies	Twilight Events Hire Pty Ltd (30% shareholding) Twilight Glamping Pty Ltd (wholly-owned subsidiary of Twilight Events Hire Pty Ltd)

Description of the business

WHO WE ARE

Tiny Village and Twilight Glamping joined forces to deliver integrated nature experiences.


Our integrated nature stays, adventure activities and event hire services allows you to explore and enjoy previously unimagined destinations. Our all-inclusive, one-stop-shop creates innovative spaces to share memorable experiences with those special to you.

What started with 3 bell tents, has now expanded to tiny houses, glamping tents, cabins and other unique outdoor structures with the purpose of connecting you to those that matter most. Designed to relax and recharge you from our 24/7 modern lifestyles. Our nature stays can accommodate a romantic weekend

escape, an 800 guest outdoor wedding at the beach, a rainforest retreat, and everything else in between.

Our nature activities cater for passive and outdoor enthusiasts. Our nature walks, hikes, bike rides and surfing adventure activities are available at our Bells Beach and 12 Apostles venues.

Our venue and event hire create spaces for your unforgettable wedding, corporate function, party or festival. In FY21, Tiny Village acquired a 30% shareholding in Twilight Glamping.



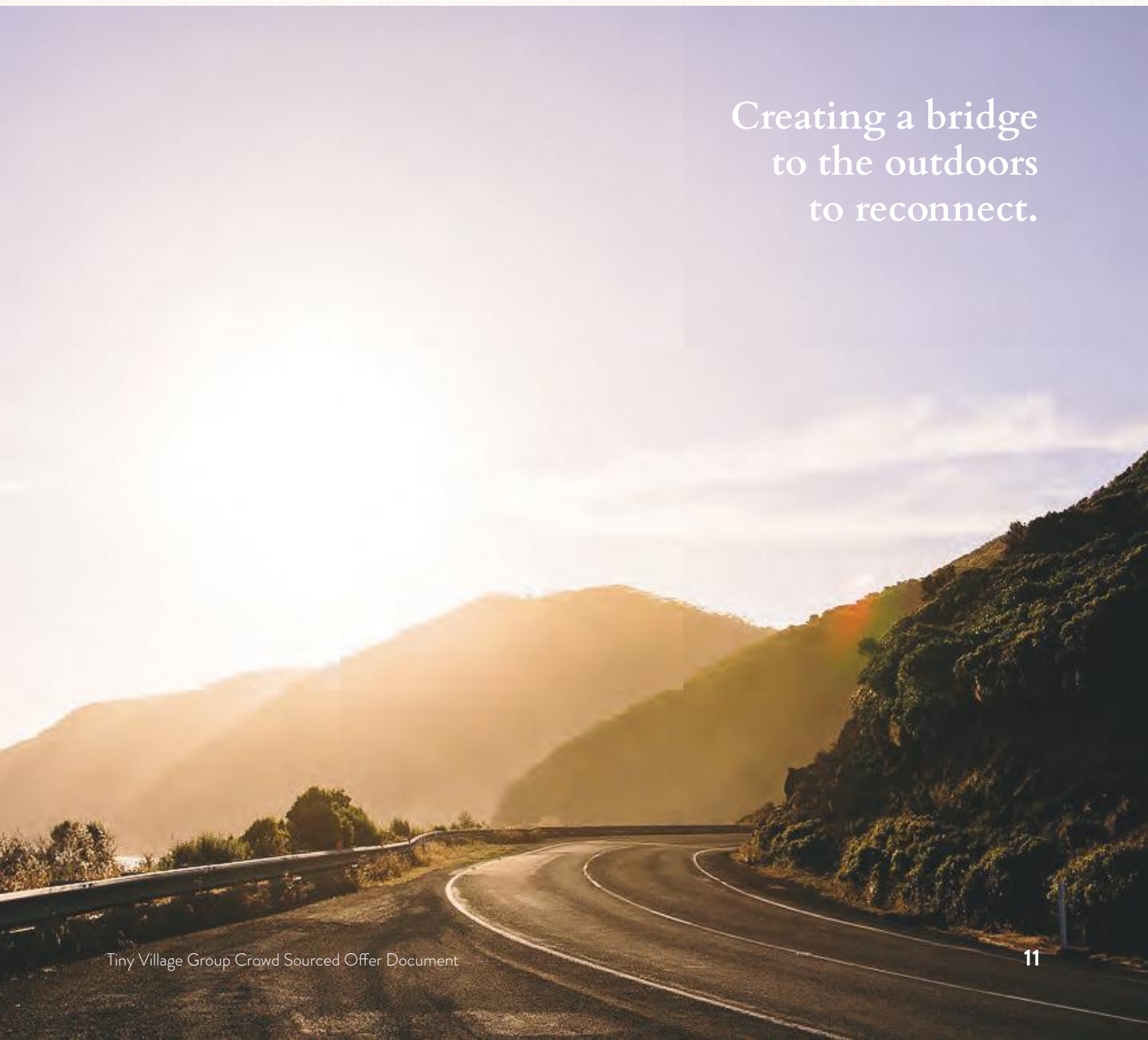
Relax, rediscover and reconnect
with the great outdoors.

OUR PURPOSE

Our purpose is simple: we deliver environmentally sustainable nature experiences.

We want to make it easy to create, enjoy and experience unique spaces in unimaginable locations.

Our commitment to our sustainability purpose is supported by our principles of healthy people engaging in healthy experiences leads to a healthy planet.

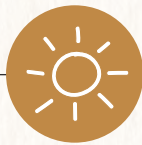


Creating a bridge
to the outdoors
to reconnect.

OUR IMPACT

We believe that Tiny Village Group should exist for a deeper purpose beyond profit. Our nature experiences contribute positively to a more environmentally sustainable and respected planet.

We are looking forward to creating more social and environmental impact through our sustainability initiatives that we have already started.



RENEWABLE ENERGY

Increasing use of off-grid renewable energy sources such as solar panels.



RECYCLE & REPURPOSE

Optimising use of resources by recycling where possible. We repurpose any damaged furniture and equipment to create unique pieces for hire or to use at our permanent sites.



GIVING

We donate 1% of our profits to Shelter Shephard a new charity for the homeless providing innovative accommodation solutions.

We donate preloved linen, furnishings and equipment to the Wathaurong Aboriginal Cooperative.



PROTECT THE PLANET

Promoting environmental protection with our “No Trace Nature Walk” Nature Education program. Our pop-up events and hire services leave no trace or impact on the environment.



REDUCING WASTE

Investing in waste management and minimisation, by reducing plastic waste and banning plastic straws & single use plastics at our festivals & other initiatives.

RECOGNITION

We are acknowledged as a leader in quality, innovation and minimising environmental impact and been featured in the following publications:

VOGUE

Forté

IVORY
T R I B E


 BROADSHEET

GT BRIDE



CONCRETE
PLAYGROUND.

EcoPages
com.au

THE UPSIDER
AN INSIDER'S GUIDE
TO LIFE ON THE UP

LENZO

EST. THE 2017
GOOD SCOUT
TRAVEL CO.

TRAVEL
INSIDER 

HELLO MAY

“ We held our wedding in country Victoria, far from any hotels or accommodation so we decided to accommodate all the guests on the property in Glamping tents like a mini festival and it was the best decision ever! The set up was incredible and all our guests we're so blown away by the comfort and cuteness of the Twilight Glamping tents! The team were incredible to work with and I would recommend them any day!

STEPHANIE CLAIRE SMITH & JOSH MILLER



Individual has provided consent
to inclusion of this statement.

Key differentiators



SEGMENT GROWTH

Strategically placed to take advantage of the growth trend towards nature tourism and sustainable outdoor experiences that leverage our brands.



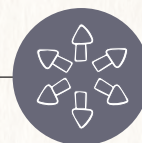
NEW INNOVATION

A market leader in integrated nature experiences that continually identifies and assess key trends in nature stays, activities and events sectors.



MARKET POSITIONING

Our nature experiences appeal to a wide customer base that are health conscious, environmentally mindful, recognise the importance of physical and mental health that seek connection to quality nature experiences.



LOW CAPEX

Our business model is an asset-light, flexible model that uses long terms leases, rights of use and pop up event infrastructure that creates and manages events in otherwise inaccessible locations.



ETHICAL BRAND

Sustainability is at the core to our operations. As a socially conscious and ethical brand our customers are becoming increasingly conscious of the products they consume – how a product is created and its impact on the environment.



MANAGEMENT EXPERTISE

Our founders are hands-on, experienced operators with relevant expertise to maximize value. The strength of the management team provides the business with the quality expertise, skills and networks to execute on our strategic growth plan.

Our customers (our community)

Our community of customers desire positive and lasting memories by departing from the ordinary and seeking a retreat from the increasing digitalization and urbanization of modern society. They want to identify with something, and want to be seen identifying with it.

For these millennials the traditional options just aren't cutting it. The constant connection to the modern digital world is driving preferential change towards the natural world.¹ This is causing fundamental shifts in consumption patterns and changing norms of how we travel, work and enjoy life.

The broader trend towards mental and physical health, healthy eating and ethical consumption sees Gen Z looking beyond the tangible and seek to understand what makes a company tick.² It's mission, its purpose and the impact its products and services have on the environment are key determinants for our customers.

Millennials are making ethical purchase choices

Millennials are:

4x more likely than baby boomers to avoid products from mainstream distributors.³

93% of the millennial generation want to buy from companies that have a purpose beyond product.⁴

56% will exclude purchases from companies that are not operating sustainably.⁵

1. Emma Codd, Make Mental Health Your #1 Priority, 21 September 2020, Harvard Business Review.

2. McKinsey - True Gen^z: Generation Z and its implications for companies - Nov 2018

3. McKinsey - The Millennial Effect (2019)

4. FleishmanHillard Fishburn report (2019)

5. Deloitte - The 2016 Deloitte Millennial Survey (2016)



Join our Getaway
More Club.

Our products

NATURE STAYS

Our nature stays in our tiny houses, yurts, tipis and glamping range redefines the locations and experiences you can now enjoy and discover.

Our permanent venues on the Great Ocean Road are near Bells Beach and The 12 Apostles. They deliver unrivalled access to the surrounding wilderness, pristine beaches, forest and coastal walks, bike rides and surfing adventure activities. Our other

venue is located at Terindah Estate Winery on the Bellarine Peninsula.

Alternatively you can pick your own location and we will simply pop-up an amazing space for you to enjoy.

We take you away from the every day
to somewhere far away...



OUR VENUES

Bells Beach

Our Bells Beach Great Ocean Road venue is set on 80 acres of rolling farm hills that can cater for a variety of nature experiences.



**INVEST & enjoy
lifetime getaways
each year.**

The Company has secured a 60 year lease on the Great Ocean Road venue is located near Bells Beach and Surf Coast Walk Trail ensuring our nature experiences are delivered at this strategic destination for the long term. Please read the Appendix for further details as the lessor is a related party.

Lavers Hill – 12 Apostles

On top of Lavers Hill on the Great Ocean Road, near the 12 Apostles and Johanna Beach, this Tiny Village venue is surrounded by the Otway rainforest.



The Company has secured a 60 year lease on the Great Ocean Road Lavers Hill venue. Located near Great Ocean Walk Johanna Beach and the 12 Apostles ensures our nature experiences are world class and can be delivered from this strategic destination for the long term. Please read the Appendix for further details as the lessor is a related party.

Terindah Winery – Glamping

Located on the Bellarine Peninsula our glamping village is situated within the Terindah Estate winery and restaurant set on farm land, with stunning views across the bay of the city and the You Yangs.



Our right to use this venue is an agreement with the owners of the famous Winery that allows exclusive glamping accommodation to be provided. Please read the Appendix for further details.

NATURE ACTIVITIES

Our permanent venues are strategically located on the Great Ocean Road are near major nature attractions, namely Bells Beach and the 12 Apostles and Otway rainforests. This allows us to deliver our nature adventure activities for those enthusiasts that love to get out and explore.

Our nature walks and bike rides along the 109km Great Ocean Walk and the 95km Surf Coast Walk offer stunning sceneries, flora and fauna and historically significant sites. We provide guided or self-guided walks and rides, along with maps, step-by-step directions, picnic lunch and BBQ packs.

Nature is crucial to the activity as it enhances the experience for both passive and active enthusiasts.

Nature is also playing an increasingly important role in supporting ones physical and mental wellbeing. Our nature activities provide a relaxing, spirt enriching and disconnection from our modern 24/7 lifestyle.


Alternatively you can pick your own location and we will simply pop-up an amazing space for you to enjoy.



LEAVE NO TRACE

All our nature activity participants are educated on the “Leave No Trace” Nature principles:

- + Dispose of waste in environmentally friendly manner
- + Leave what you find
- + Minimise the chance and impact of fires
- + Respect flora and fauna
- + Be considerate to traditional land owners and other users

A person with a backpack is walking away from the camera on a stone path that runs alongside a small stream. The path is made of flat stones and is bordered by a low stone wall. The stream flows over rocks, creating small rapids. The surrounding forest is dense with green foliage, including many ferns. The scene is peaceful and natural.

The once a year
summer holiday
does not cut
it anymore.

SUSTAINABLE FESTIVAL SERIES

Our annual Sustainable Festival Series showcases a diverse range of sustainable festivals that aim to educate, inspire and transport festival goers to a place where the outside world is forgotten.

Our festivals are held in various towns throughout regional Victoria, near the 12 Apostles, Bells Beach and Torquay. A full spectrum of themes is showcased in our Sustainable Festival Series through health and wellness, sustainability, food, music, adventures and accommodation.

Our sustainable festivals offer a world full of experiences. Whether it's the opportunity to escape, relax and reconnect, a day of family fun,

or an opportunity to learn about current trends and product innovations from industry leaders, our festivals appeal to a very wide crowd.

Advocacy & Community Campaigns

We support ongoing community advocacy and awareness campaigns focused on specific social and environmental issues such as our "Leave No Trace" nature campaign.



Sustainable Festival *series*

Sustainability is at the core to our purpose
sustainablefestivalseries.com.au

EVENTS

Our events division has more than doubled in revenue over the last 12 months. We service some of the largest music and wedding events in Australia as well as launching our Sustainable Festival Series.

Demand for outdoor events, with unique spaces that are available off the grid at memorable destinations has never been stronger. The impact of Covid-19 has never seen demand higher. Demand for our events at our venues and other festival organisers shall accelerate once all social distancing restrictions are reduced.

Our all-inclusive, one-stop-shop, venue, event and tent rental service creates innovative and memorable

spaces to enjoy your celebration. Whether the event is a backyard birthday party or outdoor wedding on a farm with 1,000 overnight guests we can deliver.

We create unique spaces for outdoor events, corporate functions, parties, festivals, or farmer's market throughout Victoria. Whether it's your backyard or a remote wilderness location we have a solution. A famous winery, pristine beach or rainforest or rural farmsteads are now all possibilities.

Demand for
outdoor events has
never been stronger.



OUTDOOR WEDDING EVENTS



BEACH EVENTS

We have a beach ready for your special day. Our knowledge of the planning process allows us to offer a range of unique locations previously unimagined.



YOUR PARTY

We create a space that ensures your party is a memorable experience.



Future growth and development

We are a profitable rapidly growing business in the nature tourism and events market.

Our future growth roadmap focusses on attractive, sustainable and scalable market opportunities. Funds raised will support the acceleration of our key business strategies.

Our flexible integrated business model allows the Company focus on nature experiences that are not directly impacted by COVID restrictions. We can leverage our permanent venues on the Great Ocean Road together with our one-stop shop event hire operations continue to allow us to deliver our nature experiences.

Combining our competitive advantages with our integrated nature experience approach delivers strong growth opportunities. Expanding our events (festivals, weddings, parties) together with our unique range of event hire equipment shall deliver cross promotional, branding and revenue opportunities.

- + Build brand awareness through increased marketing and promotional activities.
- + Secure additional venues interstate and expand our two existing venues on the Great Ocean Road.
- + Expand our range of event hire equipment to cater for more and larger outdoor events..
- + Build our Sustainable Festival Series that cover health and wellness, sustainability, food, music, adventures and accommodation.

Our 2021 Sustainable Festival Series

Environmentally Sustainable Festival Series:

Tiny House & Glamping Festival, Lavers Hill

12 to 14 March 2021

- + 4 days with 10,000+ attendees
& 500 overnight guests expected*

Otways Wellness Retreat, Lavers Hill

28 & 29 March 2021

- + 2 days with 1,500+ attendees
& 250 overnight guests expected*

Otways Sustainability Festival, Lavers Hill

17 & 18 April 2021

- + 2 days with 2,000 attendees
& 250 overnight guests expected*
- + Nature Walk – Prince Town to Lavers Hill

Wilderhigh Outdoor Experience Festival, Bells Beach

18 & 19 September 2021

- + 2 days with 4,000+ attendees
& 150 overnight guests expected*

Wandering Village Family Music Festival, Torquay

4 to 6 December 2021

- + 2 days with 6,000+ attendees
& 900 overnight guests expected*

Australian Glamping Summit, Lavers Hill

11 to 12 December 2021

- + 2 days with 3,000+ attendees
& 200 overnight guests expected*

Our Sustainable Festival Series for 2021 covers offers a full spectrum of themes and experiences for attendees and exhibitors with the opportunity to stay, learn and engage in the great outdoors.

*Our Festival Series is subject to the removal of COVID restrictions and local council approval.

Join our Getaway More Club to
receive free festival tickets each year.

sustainablefestivalseries.com.au

Music festivals

We supply a range of event hire services to major music and lifestyle events and festivals such as the Queenscliff Music Festival.



Marketing & distribution

We are a purpose-led brand. Simply put, purpose is the reason why something exists and it what makes a brand click and respected by all stakeholders.

What is our purpose?

To deliver environmentally sustainable nature experiences.

Our marketing activities are primarily purpose-led. Our community of customers typically avoids traditional mainstream marketing activities and gravitates towards social media and internet campaigns.

We focus our communications on our purpose, values and brand. These activities include, community partnerships, advocacy & campaigns, social and environmental impact and education.

Tiny Village Group integrates social and environmental benefits to create value for our customers, team members, suppliers and other stakeholders.



Sustainability is a committed journey. It has always been our mission and drives to inspire change by being an example, yet still mindfully watching our every decision to ensure our nature experiences has our planet at the forefront.

Unplug from work,
leave your mobile
& laptop at home.



Market & industry

INDUSTRY OVERVIEW

Nature Tourism is one of the fastest growing segments of the 115 billion⁶ Australian tourism market as is the Outdoor Events sector of the Events Industry in Australia.

The nature in tourism market is based on experiencing the natural attractions of a place. Typically through outdoor activities that are respectful of a natural areas landscape, flora and fauna, Ecotourism⁷ is considered as a specialism within nature tourism with a focus on learning about the environment, minimising negative impacts and contributing to environmental protection.

Customers demand affordability and availability of environmentally friendly, sustainable and socially responsible tourism services and products. They want to reduce their carbon footprint, but often want to improve the destination as well. This is why unforgettable experiences in unique destinations are growing in popularity.

Tourism New South Wales⁸ identifies four main categories in nature tourism, see figure 1.

A wide array of products falls into the category of nature and ecotourism, including consumptive and adventurous that include:

- + nature tours, observation of flora and fauna, cultural and local heritage tourism,
- + cycling, bird watching, kayaking, bush walking, hiking, surfing;
- + visiting parks, scenic driving, photography tourism, camping;
- + beach experiencing, relaxing, self-improvement travel.

The nature tourism industry is driven by environmental sustainability concerns. We are working towards full eco certification by the end of 2022.

Figure 1: Nature Tourism



6. IBIS World Industry Tourism

7. Ecotourism (ecologically sustainable tourism) includes Wilderness tourism by World Tourism Organisation.

8. Tourism New South Wales, "Defining 'Nature Tourism': meaning, value and boundaries", 2013

Key industry and consumer growth trends

HEALTH & WELLNESS

The growing consumer trend toward healthier lifestyles and wellness coupled with concerns for environmental sustainability sees life experiences increasingly influenced by ethics, moral values, concerns about the environment and its ecosystems, including flora and animal protection.⁹

WELLNESS TOURISM

Increasing concerns with sustainability have changed people's attitudes towards healthcare, physical activity, and overall self-improvement. Wellness has been defined as the active pursuit of activities, choices, and lifestyles that lead to a state of holistic health.¹⁰

Wellness Tourism as travel associated with the pursuit of maintaining or enhancing one's personal wellbeing is now recognized as a significant and fast-growing tourism segment. The rapid growth of wellness tourism around the world has been stimulated by a rising global middle class, increasing consumer desire to adopt a wellness lifestyle, and a growing interest in experiential travel. Wellness tourism is also a high yield with travellers spending a 53% over average tourists.¹¹

- + Our activities in nature are combined with wellness,
- + walks or hiking for meditation, yoga and tai chi;

- + personalised health and wellness programs;
- + rejuvenation and psychological well-being;
- + meditation and yoga;
- + healthy menus and cooking classes;
- + wellness trips and retreats built around a specific wellness activity, (such as nature boot camps)

Our environmentally sustainable nature experiences deliver the unforgettable.

Health wellness lifestyles are becoming increasingly important in tourists' decision making. Ageing tourists, the typical lifestyles of Generations Y and Z, the growing middle class, and the technological and digital revolution, all contribute to the growing importance of the health trend.¹²

With overseas travel bans and crowded tourism hotspots are off the cards, Australians are searching for more out-of-the-way experiences where they can explore and connect with their family, friends and nature.

9, 10, 11, 12 - The Global Wellness Institute, Global Wellness Economy Monitor, 2018

Industry comparables

CAPITAL RAISES

There is great deal of interest in environmentally sustainable experience providers that operate in the nature tourism sector both from customers and investors throughout the world.

Unyoked is an Australian business that places individual tiny houses on wheels located in remote rural areas of NSW and Victoria and has raised over \$2 million recently.¹³

Big Tiny is a Singaporean company that has a number of tiny houses on wheels throughout Australia and has raised capital from a range of overseas investors in Asia.¹⁴

Getaway.House is a USA business that has over 20 locations scattered over the United States. It builds and rents tiny homes as destinations for vacationers and plans to expand beyond its current locations and has raised over AUD60 million to fund expansion from private equity firm L Catterton and Starwood Capital Group.¹⁵

Tentrr has over 800 camp sites throughout the USA and recently raised AUD\$20 million to expand operations. It's online discovery platform for the outdoors anchored by the largest network of remarkable privately-owned personal campsites. They empower individual landowners to create remarkable outdoor experiences for their guests through a marketplace of unique products and services.¹⁶

Under Canvas is a leading operator of luxurious camping ("glamping") accommodations sites in the USA that raised AUD\$28million in capital to expand operations in 2018 across the USA.¹⁷

Collective Retreats is based in Denver, Colorado, that leases land on mountains, vineyards and even Manhattan's Governor's Island for luxurious glamping tents and raised private equity investment.¹⁸

Unlike our competitors, our integrated yet flexible nature experience business model generates stronger cross promotional, branding and revenue opportunities.

13. www.venturecrowd.com.au

14. www.bigtiny.com.sg

15. <https://www.finsmes.com/2019/06/getaway-raises-22-5m-in-series-b-funding.html>

16. <https://www.crunchbase.com/organization/tentrr>

17. <https://www.forbes.com/sites/susanadams/2017/12/08/tents-with-toilets-a-travel-company-under-canvas-takes-glamping-mainstream/?sh=723507055d24>

18. <https://www.crunchbase.com/organization/collective-retreats>



Escaping to nature just
became your best habit.

Business model & strategy

BUSINESS MODEL

Our integrated nature experience business model delivers a flexible solution for customers while still generating strong cross promotional, branding and revenue opportunities.

Our “asset-light” business model delivers nature based stays, activities and events based on secure long term leaseholds on our permanent venues

combined with our planning expertise for our pop up “rights of use” event locations.

Advantages of our Business Model

Integrated
Product

Capital Light
(Low Capex)

Inhouse
Expertise

Flexible
& Scalable

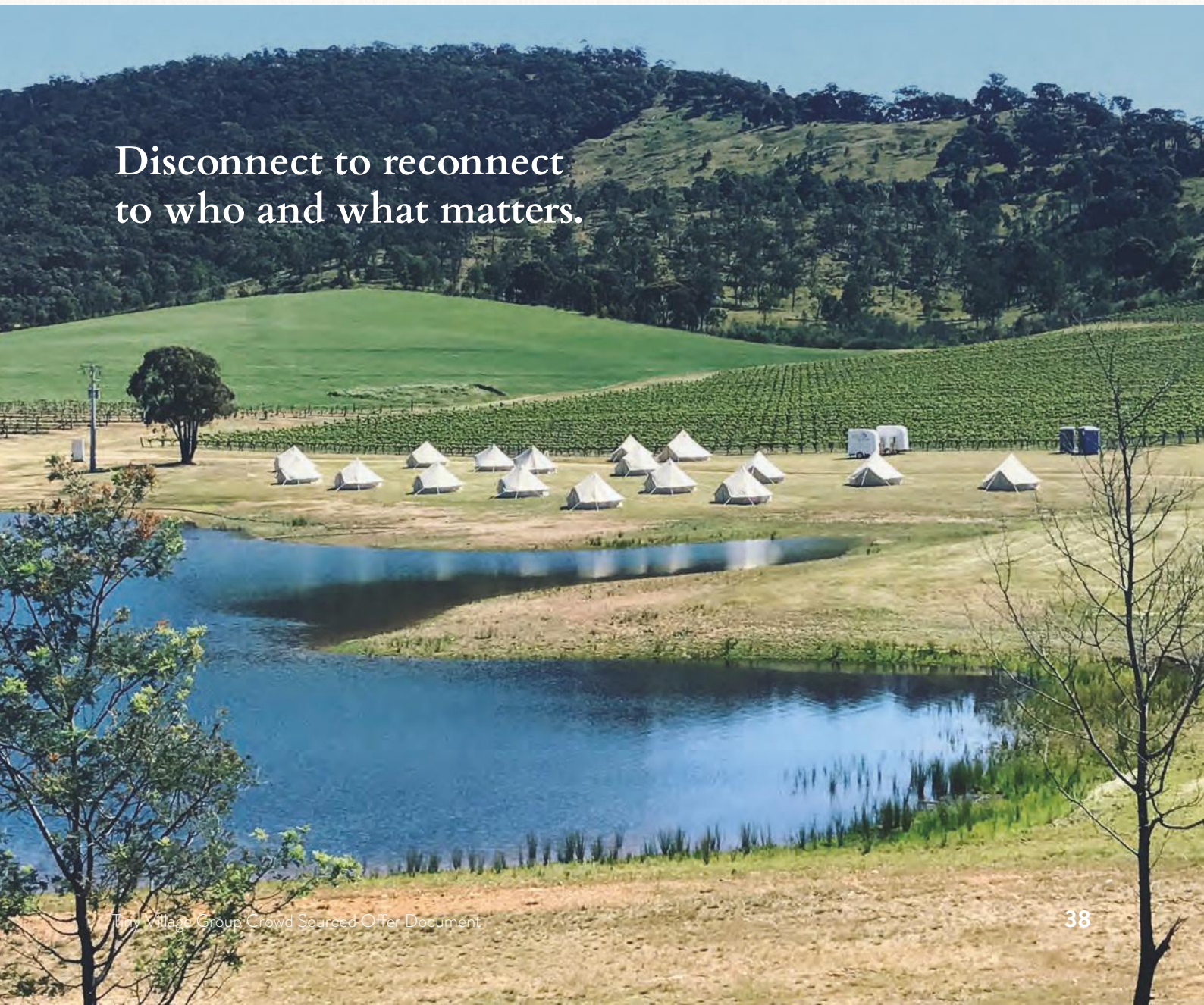
Cost
Competitive

Creating amazing
pop-up spaces to sleep,
explore & discover.

BUSINESS STRATEGY

By geographically expanding our venues, outdoor events and range of specialist hire equipment our cross promotional, branding and revenue opportunities shall enhance shareholder value and lead to a healthier planet.

Our business priorities are focused on increasing revenue and brand loyalty by utilising our strategic inhouse legal and planning expertise to expand our range of nature experiences.



Disconnect to reconnect
to who and what matters.

Organisational structure

The principal drivers of Tiny Village Group will be founders, executives and Directors Alan D'Andrea, Lee Brown and Leanne Pocock.

ALAN D'ANDREA

CEO
Cofounder & Director

LEE BROWN

COO
Cofounder & Director

LEANNE POCOCK

Financial Controller
Cofounder & Director

MARIDES CANILLO

Accounts

EMILIJO BUMBAK

Venue Manager

SYED HYDER

IT Manager

EDISON (LONGHUA SHAO)

Events Manager

PAUL KINGSTON

Adventure Guide

AIDAN D'ANDREA

Bike Guide

CORPORATE STRUCTURE:



Capital structure

ISSUED CAPITAL

Tiny Village Group Pty Ltd has 7,000,000 ordinary shares on issue. Table 1 below sets out the issued capital of Tiny Village Group Pty Ltd.

Table 1 : issued capital of the company before the offer

Shareholder	Share Type	Number of Shares
Great Ocean Road Sports Institute Pty Ltd	Ordinary	4,900,000
Lee Brown	Ordinary	2,100,000
Total		7,000,000

EQUITY (PRE & POST OFFER)

Table 2 sets out the issued capital of the Company following the Offer.

Shareholder	Minimum Subscription	Maximum Subscription
Existing Shareholders	7,000,000 97.22%	7,000,000 71.43%
Crowd Sourced Funding	200,000 2.78%	2,800,000 28.57%
Total shares on issue	7,200,000 100%	9,800,000 100%

Rights and liabilities associated with securities

An investor subscribing for shares is bound by the Constitution (available on the Intermediary's platform).

Set out below is a brief summary of the rights and liabilities associated with the Company's securities. For further information, including relating to restrictions on transfer and drag along and tag along rights, please refer to the Constitution, available on the Intermediary's platform.

ORDINARY SHARES

The shares issued pursuant to this Offer Document will be new fully paid Ordinary Shares. All Ordinary Shares have the same voting rights and the same rights to receive dividends.

Under the Constitution, the Company has discretion to approve a transfer of shares to a third party. A more detailed description of the rights associated with the shares is set out in Section 3 below.

SHAREHOLDERS AGREEMENT

As at the date of this Offer Document, there is no shareholders agreement between the existing shareholders and the Company.

REGISTRATION OF TRANSFERS

The Board may from time to time refuse to register a transfer of shares. The details of the Board's power to do so are set out in the Constitution.

Where the Board determines to do so, the Board must notify the person who deposited the instrument of transfer within five Business Days from the date the instrument of transfer was delivered to the Company by the Member.

The Board is not under any obligation to provide reasoning in respect of any refusal. Nevertheless, the Board may provide such reasoning at their discretion.

PRE-EMPTIVE RIGHTS ON THE SALE OF EXISTING SHARES

Shares may only be transferred by a Member in accordance with the Constitution. This means that, except in respect of certain Permitted Disposals, Member's wishing to sell shares must offer those shares to the holders of Ordinary Shares before those shares can be sold to third parties.

DRAW ALONG

Pursuant to the Constitution, where Members holding more than 60% of the Shares in the Company receive an offer from a third party to acquire all of the issued shares in the Company, those the Members may require all other Members of the Company to sell their Shares to that third party.

TAG ALONG

Where parties holding at least 60% of the issued Share capital in the Company intend to sell their Shares to a third party, then any one or more of the Members who did not receive an offer will have the right to tag along.

Debt funding & other sources of funding

The company currently does not rely on third party financial institution for any debt financing to funds its operations. The company does not have any loans from a director other than \$450,000 for the purchase of Tiny Houses and Glamping tents by Alan D'Andrea a director. The loan amount shall be repaid on or before the period of 5 years, with interest accumulated at 8% per annum.

No director's loans or debt shall be repaid from the offer proceeds.

GOVERNMENT GRANTS

The Company does not currently have any Government Grants and shall apply for them if they become available. The company will apply and may receive Government Grants in the FY2020/2021 to assist with the development and running of our Environmental Sustainability Festival Services in 2021.

Directors and managers



ALAN D'ANDREA

CEO, Cofounder & Director

He is a successful entrepreneur with distinctive leadership and innovation skills, and a strong commitment to creating change for the future. With over 20 years' experience in legal, finance, planning and business startup exposure.

A corporate lawyer with degrees in Commerce and Law he worked in law firms in Singapore, New York and Australia. He is the founder of higher education registered Investment Banking Business School with a TEQSA.



LEANNE POCOCK

CFC, Co-Founder & Director

Her experience ranges from marketing and community engagement in the banking, funds management industries and most recently in eco-tourism. Leanne has developed a passion and career in tourism in regional communities, grounded in the realities of small business and changing environments and adapting to change whilst managing a family of her own. Leanne's holds a Masters degree of Financial Planning (MFP) and qualifications in Quality Auditing, Accounting and Bookkeeping.



LEE BROWN

COO, Co-Founder & Director

Driven by his passion for outdoor adventure his 20 years of logistics, planning and sales expertise drives the strategic direction of our nature experiences. His growth mindset, leadership, multitasking and global project management skills has driven the successful growth of the company. Lee Brown was the director of S3 Staffing Group Pty Ltd, trading as S3 Employment and Business Solutions. It was placed into administration by its members on 25th March 2019 and subsequently entered into liquidation on 8 May 2019.



MARIDES CANILLO

Accounts

Experienced and highly skilled financial executive with over 20 years' experience. Holding a diverse financial skillset across both commercial and financial governance, leading companies financially through growth both locally and internationally.

ADVISORY PANEL



KIRSTIN SHOLTZ

Kirstin is a passionate conservationist, professional photographer and lover of adventure travel. She has dedicated the last five years to helping protect wild places in her role as General Manager for a small conservation not-for-profit WildArk. Her experience includes partnerships, fundraising, communications and social media strategy.

Prior to this Kirstin spent over 10 years as the Senior Photographer for the World Surf League travelling full time on the Men's and Women's World Tours, documenting professional surfing at elite level.

Born in South Africa, Kirstin has a deep love for the wilderness and has dedicated her life to working to protect wild places for future generations.



MICHAEL JOHNS

Michael is an independent corporate advisor with significant experience across corporate finance both as an independent practitioner and from previous experience working with firms such as ABN AMRO and Deloitte Corporate Finance. Michael is currently the Managing Director of Aquila Corporate Advisory providing advisory services and capital raising solutions for small to medium enterprises in Australia as well as a handful of early stage technology/software businesses.



GRANT GEE

Grant is a qualified CPA with more than 30 years of experience as a public accountant with expertise in all aspects of small business compliance, including income tax, payroll tax, work cover, GST, mergers acquisitions, budgets, cashflow funding and statutory reporting, to list a few.

Grant is a founder of ITG Accounting group and Oncore a multinational contractor management business, Grant was a senior partner at SGK, and also worked with John Bertram and Associates Financial Services in Melbourne, following on from earning his Bachelor of Accounting.



JOHN ANDERTON

John has over 20 years experience in business leadership and managing fast growth.

John has a particular focus on strategy, people and culture, start-ups and the digital transformation of society, organisations and business models.

John has a Bachelor of Commerce (Economics, Finance and business law) from the University of Western Australia and Masters of Management from Monash University, where he won the Bosch prize for graduating top of the class.

ADVISORY PANEL



SIMON DAY

Simon has over 25 years experience across all aspects of corporate advisory and finance transactions.

Simon's area of expertise spans: acquisitions and divestments; capital raisings (both public and private); strategic reviews; capital structure; option analysis; and corporate valuations. Simon has experience in transaction management, finance evaluation, enterprise valuations, financial modelling, due diligence and documentation preparation.

Simon is also a director of a number of private companies and through these roles understands the challenges and dynamics of privately-held businesses. Previously with Deloitte Corporate Finance (partner in Melbourne office), ANZ Investment Bank and Price Waterhouse Corporate Finance in London and Melbourne. His qualifications include BEcon (Monash), ACA, F Fin



VINAY NIGAM

Vinay is a well-regarded mindfulness, education, and management professional with considerable experience in helping individuals and organisations unlock their full potential by using practical mindfulness and emotional intelligence tools at home and in the workplace.

Previously, Vinay was a banking & financial services executive with ANZ with considerable Australian and Asian market experience spanning most disciplines in retail, small business and corporate financial services.

Risks facing the business

An investment in Tiny Village Group should be seen as high-risk and speculative. A description of the main risks that may impact the Company's business is below. Investors should read this section carefully before deciding to apply for shares under the Offer.

There are also other, more general risks associated with Tiny Village Group (for example, risks relating to general economic conditions or the inability to quickly or easily sell your shares).

Type of Risk	Description of the risk
Legal Risk	Changes to legal and/or regulatory instruments may impact upon the Company's operations and management. If such changes are unfavourable, the Company may need to make changes to the way it conducts its business and such changes may impact upon the Company's ability to generate revenue.
Cash flow risk	The Company needs working capital to achieve its objectives. Although the Company seeks to manage its cash flow efficiently, there is a risk that the Company may not have sufficient cash or working capital, at times, to fund both its operations and its expansion plans. This could affect the Company's profitability, future prospects, and its ability to meet its business objectives.
Funding risk	The current cash reserves (plus the any proceeds of the Offer) may not provide the Company with sufficient cash or working capital. Accordingly, the Company may need to obtain additional funding in the future. There is no guarantee that funding will be available on favourable terms or that the Company will receive any level of funding at all.
Insolvency risk	The Company is currently profitable. The Company is seeking to obtain further funding to achieve its objectives.
Personnel risk	The Company may fail to attract or retain key personnel that are critical to the Company's growth and performance. Any losses to key personnel, or any delay in their replacement, may have a significant adverse impact on the management of the Company, and may, in turn, have adverse impacts on the Company's financial performance and future prospects.
Pandemic/epidemic risk	Due to recent events (including Covid-19), there is considerable uncertainty in respect of the global and local economy. This creates risk for the Company, including that consumers may not be able to afford the Company's products and/or that the Company may be subject to specific regulatory restrictions. The risk of associated with COVID-19 and/or any other pandemic or epidemic may have a material adverse impact the Company's revenue and profitability
Competition risk	The Company operates in a highly competitive market and there is a possibility of new and unknown competitors. If the Company is unable to successfully compete with existing and/or new competitors, this would have a negative impact on the revenue, profitability and future prospects of the business.
Exit risk	It is possible that there will be no opportunity to sell the Company to a third party or alternatively raise further funds to build and operate the business. There is no guarantee any of these options will be available to investors.
Brand and reputation risk	The Company may fail to provide customers with the quality of product they expect. This may have a material adverse impact the Company's revenue and profitability



Financial information

Set out below are the Financial Statements for Tiny Village Group Pty Ltd and Twilight Event Hire Pty Ltd for the financial year ended 30 June 2020, which have been prepared in accordance with the Accounting Standards.

In FY21, Tiny Village Group Pty Ltd acquired a 30% shareholding in Twilight Glamping (Twilight Event Hire Pty Ltd). Twilight Glamping Pty Ltd is 100% owned by Twilight Event Hire Pty Ltd. Twilight Glamping will be valued in the balance sheet of Tiny Village Group Pty Ltd in FY21.

PROFIT AND LOSS STATEMENT

Tiny Village Group Pty. Ltd.
For the year ended 30 June 2020

INCOME	2020
Sale of goods	248,491.00
Total Income	248,491.00
COST OF GOODS SOLD	2020
Direct Costs	181,871.00
Total Cost of Goods Sold	181,871.00
Total Income	66,620.00
EXPENSES	2020
Advertising	2,306.00
Bank fees	3,265.00
Consulting & Accounting	8,028.00
General Expenses	2,323.00
Kitchen Supplies	3,886.00
Licence and Permits	4,877.00
Light, Power, Heating	5,627.00
Repairs and Maintenance	1,940.00
Total Expenses	32,252.00
Net Profit/(Loss) Before Tax	34,368.00
INCOME TAX EXPENSE	2020
Income Tax Expense	9,451.00
Total Income Tax Expense	9,451.00

BALANCE SHEET

Tiny Village Group Pty. Ltd.
As at 30 June 2020

ASSETS	30 JUNE 2020
Current Assets	
Bendigo Bank operating account	16,838.00
Cash on hand	1
Total Current Assets	16,839.00
Non-Current Assets	
Property, plant and equipment	
Leasehold improvements at cost	450,000.00
Total Property, plant and equipment	450,000.00
Total Non-Current Assets	450,000.00
Total Assets	466,839.00
LIABILITIES	
Current Liabilities	
Taxation	9,451.00
Total Current Liabilities	9,451.00
Non-Current Liabilities	
Loan	432,470.00
Total Non-Current Liabilities	432,470.00
Total Liabilities	441,921.00
Net Assets	24,918.00
EQUITY	
Retained Earnings	24,917.00
Share Capital	1
Total Equity	24,918.00

STATEMENT OF CASH FLOWS - DIRECT METHOD

Tiny Village Group Pty. Ltd.
For the year ended 30 June 2020

OPERATING ACTIVITIES	2020
Receipts from Customers	248,491.00
Payments to Suppliers and Employees	(181,871.00)
Finance Costs	(3,264.59)
Cash Payments from Other Operating Activities	(38,438.39)
Net Cash Flows from Operating Activities	24,917.02
INVESTING ACTIVITIES	2020
Payment for Property, Plant and Equipment	(450,000.00)
Other Cash Items from Investing Activities	(16,838.22)
Net Cash Flows from Investing Activities	(466,838.22)
FINANCING ACTIVITIES	2020
Proceeds from Borrowing	466,838.22
Repayments of Borrowings	(34,368.22)
Net Cash Flows from Financing Activities	432,470.00
OTHER ACTIVITIES	2020
Other Activities	9,451.20
Net Cash Flows from Other Activities	9,451.20
Net Cash Flows	-
CASH AND CASH EQUIVALENTS	2020
Cash and Cash Equivalents at beginning of period	-
Cash and Cash Equivalents at end of period	-
Net change in cash for period	-

MOVEMENTS IN EQUITY

Tiny Village Group Pty. Ltd.
For the year ended 30 June 2020

EQUITY	2020
Opening Balance	1.00
Increases	
Profit for the Period	24,917.02
Share Capital	-
Total Increases	24,917.02
Total Equity	24,918.02

PROFIT AND LOSS STATEMENT

Twilight Event Hire Pty. Ltd.
For the year ended 30 June 2020

INCOME	2020
JobKeeper income	18,000.00
Small business Vic grant	10,000.00
ATO Cashflow boost	21,959.00
Gross profit from trading	465,258
Total Income	515,217.00
LESS EXPENDITURE	2020
Accountancy fees	4,974.00
Advertising	19,385.00
Bank charges	871.00
Terindah Cleaning	12,931.00
Cleaning	785.00
Consultancy fees	9,570.00
Contract work	21,628.00
Computer expenses	1,652.00
Depreciation - plant and equipment	61,864.00
Depreciation - motor vehicles	25,104.00
Filing fees	881.00
General expenses	6,775.00
Hire of plant and equipment	14,683.00
Hire purchase charges	2,330.00
Insurance	5,426.00
Interest paid	1,697.00
Interior fitout costs	33,146.00
Laundry and dry cleaning	9,435.00
Light and power	3,101.00
Motor vehicle expenses	14,184.00
Office expenses	2,154.00
Rates and taxes	1,693.00
Registration fees	824.00
Rent	19,907.00
Repairs and maintenance	295.00
Salaries and wages	140,913.00
Subscriptions	4,143.00
Superannuation contributions - employees	12,978.00
Telephone	3,139.00
Travelling expenses	1,826.00
	438,294.00
NET OPERATING PROFIT BEFORE INCOME TAX	76,923.00

PROFIT AND LOSS STATEMENT

Twilight Event Hire Pty. Ltd.
For the year ended 30 June 2020

	2020
Income tax expense	16,685.00
NET OPERATING PROFIT AFTER INCOME TAX	60,238.00
TOTAL AVAILABLE FOR APPROPRIATION	60,238.00
RETAINED PROFITS AT THE END OF THE FINANCIAL YEAR	60,238.00

BALANCE SHEET

SECTION 2: ABOUT THE COMPANY

Twilight Event Hire Pty. Ltd.
As at 30 June 2020

CURRENT ASSETS	2020
Bank - Profit account	19.00
Bank - Tax account	51.00
Bank - Income account	3.00
Good and services tax	152.00
Cash on hand	181.00
Trade receivables	150,431.00
Jobkeeper accrual - June 2020	6,000.00
Rental bonds (warehouse)	7,501.00
	164,338.00
FIXED ASSETS	2020
Plant and equipment	28,352.00
	28,352.00
TOTAL ASSETS	192,690.00
CURRENT LIABILITIES	2020
Bank - Expenses account	13,216.00
Directors loan - Beth & Lee Brown	23,302.00
Hire purchase liability	13,855.00
Less unexpired hire purchase liability	(3,395.00)
Trade creditors	5,900.00
Bonds held	15,793.00
Withholding taxes payable	(1,039.00)
Superannuation payable	5,709.00
Income tax	16,685.00
	90,026.00
NON-CURRENT LIABILITIES	2020
Hire purchase liability	46,947.00
Less unexpired hire purchase liability	(4,701.00)
	42,246.00
TOTAL LIABILITIES	132,272.00
NET ASSETS	60,418.00
EQUITY	2020
Fully paid ordinary shares	180.00
Retained Profits	60,238.00
	60,418.00

STATEMENT OF CASH FLOW

SECTION 2: ABOUT THE COMPANY

Twilight Event Hire Pty. Ltd.

1 October 2019 to 30 June 2020 (excluding GST)

INCOME	2020
ATO Cashflow Boost	21,959.00
Job Keeper income	18,000.00
Small Business Vic Grant	10,000.00
Sales - General	25,350.00
Sales - Corporate	29,550.00
Sales - Party and events	29,890.00
Sales - Festivals	37,082.00
Sales - Gift Vouchers	8,284.00
Sales - GOR	32,958.00
Sales - Terindah	69,510.00
Sales - Weddings	117,362.00
Sales - WV	26,979.00
Total Income	426,922.00
LESS OPERATING EXPENSES	2020
Advertising	19,385.00
Bank Fees	871.00
Cleaning	785.00
Computer requisites	1,652.00
Consulting & Accounting	4,974.00
Consulting/business coaching	9,570.00
Contractors	21,628.00
Depreciation	86,969.00
Filing fees - ASIC	881.00
General Expenses	6,775.00
Hire	14,683.00
Hire purchase charges	2,330.00
Income Tax Expense	16,685.00
Insurance	5,426.00
Interest Expense	1,697.00
Interiors	33,146.00
Laundry	9,435.00
Light, Power, Heating	3,101.00
Motor Vehicle Expenses	14,184.00
Office Expenses	2,154.00
Rates	1,694.00
Reimbursement of site fees	5,022.00
Rent	19,907.00
Repairs and Maintenance	295.00
Subscriptions	4,143.00
Superannuation	12,978.00
Telephone & Internet	3,139.00
Terindah Cleaning	12,931.00
Travel - National	1,826.00

STATEMENT OF CASH FLOW

SECTION 2: ABOUT THE COMPANY

Twilight Event Hire Pty. Ltd.

1 October 2019 to 30 June 2020 (excluding GST)

Wages and Salaries	140,913.00
Work wear	824.00
Cash Flow Booster Receivable	11,959.00
Cash on hand	180.00
Jobkeeper accrual	6,000.00
Rental bonds - Warehouse	7,500.00
Deposit (Bonds)	(18,802.00)
GST Adjustments	2,877.00
Hire Purchase - Navara	(5,827.00)
Hire purchase - Van	(8,027.00)
PAYG Withholdings Payable	(4,960.00)
PAYG Withholdings Payable - adjustments	(5,960.00)
Provision for income tax	(16,685.00)
Superannuation Payable	(5,708.00)
Unexpired interest - Navara	1,956.00
Unexpired interest - Van	1,439.00
Total Operating Expenses	425,941.00
OPERATING SURPLUS (DEFICIT)	981.00
PLUS NON OPERATING MOVEMENTS	2020
Equipment and hardware at cost	(61,864.00)
Accumulated depreciation	61,864.00
Motor vehicles	(53,456.00)
Accumulated depreciation - MV	25,104.00
Hire purchase - Navara (NC)	29,910.00
Hire purchase - Van (NC)	17,038.00
Unexpired interest - Navara (NC)	(4,416.00)
Unexpired interest - Van (NC)	(286.00)
Total Non Operating Movements	13,894.00
PLUS MOVEMENTS IN EQUITY	2020
Fully paid shares	180.00
Loan - Lee & Beth Brown	(22,500.00)
Total Movements in Equity	(22,320.00)

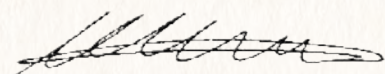
STATEMENT OF CASH FLOW

SECTION 2: ABOUT THE COMPANY

Twilight Event Hire Pty. Ltd.

1 October 2019 to 30 June 2020 (excluding GST)

GST MOVEMENTS	2020
GST Inputs	(66,672.00)
GST Outputs	60,978.00
Net GST Movements	(5,694.00)
NET CASH MOVEMENT	(13,139.00)
SUMMARY	2020
Opening Balance	0.00
Plus Net Cash Movement	(13,139.00)
Closing Balance	(13,139.00)



Matthew Le Maitre I

Bcom CA DipMgt

STATEMENT OF CHANGES IN EQUITY

Twilight Event Hire Pty. Ltd.
For the year ended 30 June 2020

	Ordinary shares	Retained Earnings	Total
Balance at 1 July 2019			
Comprehensive income	180.00	-	180.00
Profit for the year	-	60,238.00	60,238.00
Total comprehensive income for the year attributable to the member of the company	-	60,238.00	60,238.00
Balance at 30 June 2020	180.00	60,238.00	60,418.00

Management commentary on historical performance

Tiny Village launched in FY 2019/2020 recording strong growth and profitability even during COVID restrictions. Tiny Village and Twilight Glamping joined forces this financial year to form Tiny Village Group to leverage against each other's strengths in the nature tourism market. This synergy delivers a range of strong cross promotional, branding and revenue opportunities.


Our outdoor events division has had a number of events postponed or cancelled due to COVID-19 regulations. However, our current focus has been on regional events and also required a 50% deposit paid up front for wedding and corporate events that are booked 12-24 months in advance and our social distancing packages have reduced the overall impact.

Once restrictions are lifted later this year our outdoor events division is expected to quickly expand. A number of social distancing packages have been created to combat any further sales reduction that socially distance festivals, parties and weddings. Towards the second half of FY20, we anticipate the business growth to accelerate due to the captive

tourism market, as Australians are prevented from travelling overseas, and their desire to reconnect with the outdoors and our focus on high margin packages.

Tiny Village Group team is lean and efficient, and this was reinforced through the COVID period when expenditure was re-prioritised and savings driven across employee expenses and other operating expenses. In order to fuel growth into new channels and markets, investment in key hires for the team and brand marketing activities will be required.





The only trip you
regret is the one
you don't take

SECTION 3: INFORMATION ABOUT THE OFFER

Terms of the offer

Tiny Village Group is offering up to 2,800,000 shares at an issue price of AU\$1.00 per share to raise up to \$2,800,000.

The key terms and conditions of the Offer are set out in the Table below.

To participate in the Offer, you must submit a completed application form together with the application money via the Intermediary's platform. The Intermediary's website provides instructions on how to apply for shares under the Offer at www.birchal.com

The Intermediary must close the Offer early in certain circumstances. For example, if the Maximum Subscription is reached, the Offer must be closed. If the Minimum Subscription is not reached or the Offer is closed but not completed, you will be refunded your application money.

Table 3 – Terms of offer

Term	Details
Shares	New Fully Paid Ordinary Shares
Issue Price	\$1.00
Minimum Subscription	\$200,000
Maximum Subscription	\$2.8 million
Minimum parcel size	\$250
Ordinary Shares on issue prior to the Offer	7,000,000
Total issued Ordinary Shares after Offer	7,200,000 to 9,800,000
Opening Date	1 December 2020
Closing Date	22 December 2020

A description of the rights associated with the shares is set out in Section 3.3

Investors may withdraw their application during the Cooling-off Period. Further information on investor cooling-off rights can be found in Section 4 of this CSF offer document.

The Offer is not underwritten.



Use of funds

The table below sets out the intended use of funds raised under this Offer based on the minimum and maximum subscription amounts.

Intended Use	Minimum Subscription	Maximum Subscription
Human Resources & Admin	\$18,000	\$120,000
Information Technology	\$4,000	\$56,000
Sales & Marketing	\$28,000	\$180,000
Venue Development	\$88,000	\$1,586,000
Event Equipment	\$40,000	\$660,000
Others	\$2,000	\$28,000
CSF offer costs	\$20,000	\$170,000
Total	\$200,000	\$2,800,000

The Offer is not underwritten and there is no guarantee that these funds will be raised.

The cost of the Offer includes the Intermediary's fees under the hosting agreement between the Company and the Intermediary.

These fees are up to 6% of all funds raised by the Issuer through Birchall Financial Services Pty Ltd (Intermediary), plus \$2,800 for administration and setup costs. Marketing costs of 3% of the funds raised shall also be incurred.

Other than as specified above, no other payments from the funds raised will be paid (directly or indirectly) to related parties, controlling shareholders, or any other persons involved in promoting or marketing the Offer.

We expect that the Maximum Subscription amount will be sufficient to meet the Company's medium-term objectives over the next 24-36 months. If only the Minimum Subscription amount is raised, the Company will require further funding to be able to carry out our intended activities over the next 12 months to expand interstate. In such circumstances, the Company may consider undertaking a further crowd-sourced funding (CSF) offer under the CSF regime.

Rights associated with shares

Immediately after issue, the shares will be fully-paid shares. There will be no liability on the part of shareholders and the shares will rank equally with the shares currently on issue. The rights associated with the shares are set out in the Company Constitution. These rights are described below. A copy of the constitution is available on the Intermediary's platform

3.3.1 VOTING RIGHTS

Each shareholder has one vote on a show of hands and, on a poll, one vote for each share held.

3.3.2 DIVIDENDS

All shareholders have a right to receive any dividends declared and paid by the Company. The directors have a discretion and may resolve to pay dividends, subject to their obligations under the Corporations Act (for example, the directors cannot pay dividends unless the Company's assets are sufficiently in excess of its liabilities immediately before the dividend is declared and where it may materially prejudice the Company's ability to pay its creditors).

3.3.3 GENERAL MEETINGS AND NOTICES

The Constitution sets out when and how general meetings may be called.

1. Directors have the power to call meetings of all shareholders or meetings of only those shareholders who hold a particular class of shares.
2. Shareholders may requisition the holding of a general meeting in accordance with the Corporations Act 2001 (and the Directors must call that general meeting as soon as practicable after receiving that requisition)

3.3.4 ELECTION AND REMOVAL OF DIRECTORS

Pursuant to the Constitution, shareholders may vote to elect and remove directors at a general meeting by way of ordinary resolution (50%).

3.3.5 WINDING-UP

If the Company is wound up and there are any assets left over after all the Company's debts have been paid, the surplus is distributed to holders of shares after secured and unsecured creditors of the Company. Holders of fully-paid ordinary voting shares rank ahead of other classes of shares.

3.3.6 RESTRICTIONS ON SALE OF SHARES

Please see Section 2 on page 41 for further details.

Investor Rewards

In addition to being a shareholder of Tiny Village Group a range of incentives and rewards are being offered to new investors based on your level of investment.

Your free lifetime annual rewards and discounts will remain active for as long as you remain a shareholder of the Company as set out in table below:

Amount Invested	\$500+	\$1,000+	\$2,000+	\$5,000+ (Inc. Partners)	\$8,000+ (Whole Family)	\$15,000+ (20 Guests)
Free Annual Nature Walks	✓	✓	✓	✓	✓	✓
Free Membership Getaway More Club	1/2 day	2 days	2 days	3 days	3 days	3 days
Free Annual Glamping Accommodation	✗	✓ 1 night	✓ 2 nights	✓ 3 nights	✓ 3 nights	✓ 3 nights
Hospitality Discounts	✗	✓ 10%	✓ 10%	✓ 20%	✓ 20%	✓ 20%
Free Annual Tickets						
• Tiny House Festival	✓	✓	✓	✓	✓	✓
• Wellness Festival						
• Sustainability Festival	2 free	2 free	4 free	6 free	12 free	30 free
• Family Music Festival						
Venue & Event Hire Tents & Equipment	✗	✗	✗	✓ 10%	✓ 15%	✓ 20%
Annual Value	\$180	\$360	\$760	\$2,800	\$3,800	\$7,200

All investors receive free membership to our Getaway More Crew.

Getaway More Club

We're excited to launch the Getaway More Crew. A loyalty program so easy you don't even need to sign up. There's no need to download an app or track points.

Once you invest you are automatically a member of our **Getaway More Club**.

Our aim is to make getting away a habit and not a once a year luxury. Sustainability is predominantly talked about in terms of the planet. We are talking about sustaining your health, energy levels, motivation and sanity.

How do we do this you may ask? Well, it's simple.....
GETAWAY MORE!

We genuinely believe that you can contribute to making the planet a better place for everyone but how are you meant to do that when you are permanently exhausted, anxious and drained?

That annual 2 week holiday to Bali just doesn't cut it in the modern world.

We recognise that the 2 biggest barriers in getting away are **TIME** and **MONEY** and we understand that we can help in 2 ways:

Time - Although we would all like to take a 365 day a year holiday but even if we can afford it we don't have enough disposable time. This is why we offer 1, 2 or 3 night stays at various sites. This is so that you can grab a daypack and head away for the weekend; recharge, reset and return back to the normal world ready to make a difference.

Money - We want to encourage you to **GET AWAY MORE!** The more you getaway the more we give you free stays and save you money.

HOW IT WORKS

For every 5 stays you will receive 1 free stay (A stay is classified as a 2 night sleepover)

HOW DO I SIGN UP?

Once you invest you are automatically a member of the Getaway More Club when you book your escape.

DOES MY FREE STAY EXPIRE?

Your free stay never expires. Your credit will remain in your account until you book your next Tiny Village Getaway

HOW DO I KEEP TRACK OF MY STAYS?

We'll keep track of everything right in your account, so you can check in at any time and see how close you are to a free stay.

I HAVE ANOTHER QUESTION.

Please Email info@getawaymoreclub.com.au

What can I do with my shares

Shares in the Company are considered illiquid as they cannot easily be transferred or sold. However, there are numerous possible circumstances that may create an opportunity for shareholders to exit the business.

These include, but are not limited to:

- + A trade purchase of the Company
- + A listing on a registered stock exchange (eg the ASX)
- + A private equity investment in the Company
- + A share buy-back by the Company

There is no guarantee that any of the exit options will eventuate.





SECTION 4: INFORMATION ABOUT INVESTOR RIGHTS

About investor rights

4.1. COOLING-OFF RIGHTS

You have the right to withdraw your application under this Offer and to be repaid your application money. If you wish to withdraw your application for any reason (including if you change your mind about investing in the Company), you must do so within five business days of making your application (the Cooling-off Period).

You must withdraw your application via the Intermediary's platform as follows: by following the link and instructions on the CSF Offer page on the Intermediary's platform.

After your withdrawal has been processed, the Intermediary will refund the application money to your nominated account as soon as practicable.

4.2. COMMUNICATION FACILITY FOR THE OFFER

You can ask questions about the Offer on the communication facility available on the Intermediary's platform. You can also use the communication facility to communicate with other investors, with the Company and with the Intermediary about this Offer.

You will be able to post comments and questions about the Offer and see the posts of other investors on the communication facility. The Company and/or the Intermediary will also be able to respond to questions and comments posted by investors.

Officers, employees or agents of the Company, and related parties or associates of the Company or the Intermediary, may participate in the facility and must clearly disclose their relationship to the Company and/or Intermediary when making posts on the facility.

Any comments made in good faith on the communication facility are not subject to the advertising restrictions in the Corporations Act.

4.3 PROPRIETARY COMPANY CORPORATE GOVERNANCE OBLIGATIONS

Annual report

Our financial reports are currently not required to be audited as we are a small proprietary company. This means that the Company's financial reports will not be subject to auditor oversight and, therefore, there will be no independent assurance of the Company's financial statements. However, the directors are still required to ensure that the financial statements give a true and fair view of the Company's financial position and performance and that the financial statements comply with the accounting standards.

We may be required to have our financial reports audited in the future if we raise more than \$3 million from CSF offers (including this current offer and any future offers) or otherwise become a large proprietary company.

RELATED PARTY TRANSACTIONS

If we successfully complete this Offer, the rules on related party transactions in Chapter 2E of the Corporations Act will apply to the Company (for so long as we continue to have CSF shareholders). This means that the Company is required to obtain shareholder approval before giving financial benefits to related parties of the company (e.g. directors and their spouses, children or parents), subject to certain exceptions (such as reasonable remuneration provided to directors).

The Company has 60 year leases for the permanent venues located on the Great Ocean Road near Bells Beach and Lavers Hill for \$60,000 p.a. These leases are all with director Alan DAndrea and copies are in the Appendix.

TAKEOVERS

If we successfully complete this Offer and have more than 50 shareholders, the takeover rules in the Corporations Act will only apply to the Company in a very limited way. If someone wants to buy more than 20% of the voting shares in the Company, they will be able to do so without complying with the takeover rules. This means a person may be able to get control of the Company without making a formal takeover bid to all shareholders or without seeking shareholder approval.

Shareholders will not have the benefit of the full protections under the takeover rules, which means you may not have the right to vote on or participate in a change of control of the company. However, the general principles of ensuring shareholders have sufficient information and time to consider a change of control, and all have a reasonable and equal opportunity to participate in any benefits, will apply to the Company. In addition, the Takeovers Panel has jurisdiction to hear disputes relating to control of the Company.



Glossary

Company or **Tiny Village Group** means Tiny Village Group Pty Ltd ACN 601 615 534 and subsidiaries thereof.

Cooling-off Period means the period ending five business days after an application is made under this Offer, during which an investor has a right to withdraw their application and be repaid their application money.

CSF or **Crowd Source Funding** means crowd-sourced funding under Part 6D.3A of the Corporations Act.

Intermediary means Birchall Financial Services Pty Ltd AFSL 502618

Maximum Subscription means the amount specified in this CSF offer document as the maximum amount sought to be raised by the Offer.

Minimum Subscription means the amount specified in this CSF offer document as the minimum amount sought to be raised by the Offer.

Offer means an offer of new fully-paid ordinary shares by the Company under this CSF offer document.

Twilight Glamping means Twilight Event Hire Pty Ltd A.C.N. 635 121 836 means and subsidiaries thereof.

Wholesale Investor means an investor who satisfies the definition of a 'wholesale client' under Chapter 7 of the Corporations Act 2001 (Cth)

Appendices

LEASES SUMMARY

Location	53-81 Great Ocean Road, Lavers Hill, 3238, Victoria
Term	10years plus (5 x 10year options)
Amount	\$5,000 per month plus GST

Location	660 Great Ocean Road, Bellbrae, 3228, Victoria
Term	10 years plus (5 x 10 year options)
Amount	\$5,000 per month plus GST

Complete copies of the Leases are available on the Intermediary's platform.



THANK YOU

Tiny Village looks forward to
welcoming you on the journey.

Alan & Lee & Leanne

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www.tinyvillagegroup.com