



**The Veronicas**

Musical Entertainment  
Sydney, NSW, Australia

174K 1.9M



**Jimmy Barnes**

Musical Entertainment  
Sydney, NSW, Australia

238K 813K



**Sneaky Sound System**

Musical Entertainment  
Sydney, NSW, Australia

20K 72K



**Peking Duk**

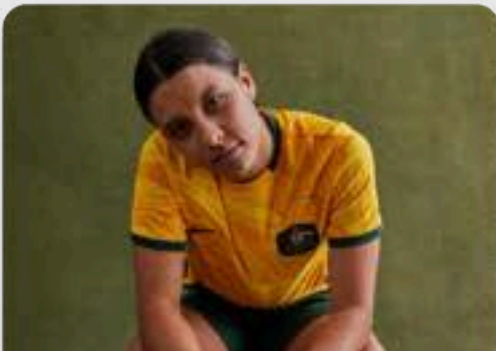
Musical Entertainment  
Sydney, NSW, Australia

92K 79K



**Hamish & Andy**

TVA Media



The Event Ecosystem Pty Ltd  
Crowd-Sourced Funding Offer Document  
Dated: 30th October 2024

**Offer of fully-paid ordinary shares in The Event Ecosystem Pty Ltd at \$1.70 per share to raise a maximum of \$500,000.00**

This crowd-sourced funding (CSF) offer document relates to the Offer of fully-paid ordinary shares in The Event Ecosystem Pty Ltd. This Offer is made under the CSF regime in Part 6D.3A of the Corporations Act 2001 (Corporations Act).

**Issuer**

The Event Ecosystem Pty Ltd ACN 631 665 337

**Intermediary**

Birchal Financial Services Pty Ltd ACN 621 812 646 AFSL 502618

*Always consider the general CSF risk warning and offer document before investing*

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## SECTION 1

# Risk Warning

## SECTION 1

# 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.

## SECTION 2

# Information About the Company



# Words from our Founder

Dear Esteemed Investors,

I am delighted to introduce you to acta, Australia's first industry backed talent directory with additional booking tools that are designed to address long-standing challenges across the entire entertainment industry.

With two decades of experience at the forefront of events and entertainment, I recognised that the traditional talent booking process was fundamentally flawed - characterised by inefficiencies, high costs, and inequities affecting both talent and organisers.

Recent technological advancements have provided us with a unique opportunity to create a streamlined ecosystem that fosters transparency, fairness, and efficiency, effectively addressing outdated and often problematic practices.

At its core, acta is dedicated to empowerment. Our platform enables talent to take control of their careers by removing unauthorised intermediaries and ensuring they retain 100% of their fees, a ground-breaking shift for an industry where unnecessary commissions have long been the norm.

However, our mission extends beyond financial benefits. We are committed to resolving a multitude of issues that have hindered the industry for too long. For organisers, the booking process has often been fraught with locating talent, hidden fees, miscommunication, and protracted negotiations. acta simplifies this experience.

With acta, every aspect, from discovering talent to managing contracts and processing payments, can be handled in one seamless platform. Say goodbye to juggling multiple tools, uncertainties regarding pricing or availability, and delays in communication. acta's unique interface allows users to manage conversations and bookings with limitless talent across limitless events.

Experienced bookers will appreciate the efficiency and transparency our platform offers, while newcomers will find it intuitive and transparent.



## Why Now?

The entertainment industry is undergoing significant transformation, and we believe acta is at the forefront of its evolution. Our existing supporters and shareholders include the biggest names in entertainment and events in this country, eager for acta to become the ubiquitous industry tool we all know it to be.

Within a very short Beta, we have facilitated over \$5 million in direct talent payments across over 750 events, onboarded over 2,500 authorised talent profiles, and received the support of over 90% of all talent representatives. So much so that talent themselves have freely joined in the fight by recording "find me on acta" videos. From Peking Duk and Matty Johns through to The Veronicas and Sooshi Mango, we have over 100 celebrities pushing for change.

The best part is, that we are just beginning to unlock our potential.

With your investment, we can accelerate our growth by expanding our platform, reaching more talent, and providing even more powerful tools for all types of talent bookers. From events through to activations and marketing opportunities, acta assists so many users.

This is an exciting opportunity for acta, and by investing in us, you are not only supporting a company but also championing a movement toward fairness, transparency, and innovation within an industry ripe for change.

Thank you for your interest in acta. I look forward to welcoming you on our journey.

A handwritten signature in black ink that reads "Harris Meitanis".

Harris Meitanis LLB.  
Director, CEO & Founder





SECTION 2.1

# Company Details

This offer of shares is made by The Event Ecosystem Pty Ltd ACN 631 665 337 (Company).

Company name	The Event Ecosystem Pty Ltd
ACN	631 665 337
Date of incorporation	14th February 2019
Registered office address	332 New South Head Rd, Double Bay NSW 2028
Principal place of business address	332 New South Head Rd, Double Bay NSW 2028
Directors	Harris Meitanis Sophia Meitanis
Share registry	Cake Equity   <a href="https://www.cakeequity.com">https://www.cakeequity.com</a>
Website URL	<a href="https://www.actaapp.com">https://www.actaapp.com</a>



## SECTION 2.2

# Business Description



## SECTION 2.2.1

# What is **acta**?

**acta** is Australia's first industry-backed complete talent marketplace and booking platform.

It is a solution to longstanding inefficiencies, effectively eliminating unauthorised intermediaries and reducing unnecessary fees.

Additionally, **acta's** robust suite of tools enhances the management of talent bookings, streamlining processes that have traditionally been cumbersome and providing a reliable source of information.

During Beta, **acta** assisted over 750 bookings, channelling more than \$5M directly to talent.

With over 2,500 authorised talent profiles and widespread industry support, **acta** is uniquely positioned on a global scale to reshape the talent booking landscape.



## SECTION 2.2.2

# Our Vision

*To become the world's go-to platform for all types of talent bookings.*

## How are we going to achieve this?

To achieve our vision, we are committed to creating a transparent and harmonious ecosystem in which all users can thrive.

Specifically, **acta's** mission is to:

- Streamline the talent booking process through a first of its kind talent directory thereby, eliminating unnecessary and unauthorised intermediaries who often take 20-50% in talent commissions.
- Empower talent by ensuring they directly receive 100% of their performance fees and are also supported administratively. At no cost.
- Remove human error caused by archaic and problematic communication methods which fail to provide a single and reliable source of truth. This is achieved by acta through powerful booking tools and team collaboration features which include a multi document repository and instant notifications.
- Using our extremely unique financial oversight capabilities to become an Incorporated Association across all levels of Government given our ability to protect taxpayer funded events, inbound Business Events and Charitable Associations. To then introduce such a model to international governments.





## SECTION 2.2.3

# Market Size

The MICE (Meetings, Incentives, Conventions, and Exhibitions) industry is a rapidly growing global market, generating billions of dollars annually. Major markets like North America, Europe and Asia are leading in hosting large-scale corporate events, conferences and exhibitions, all driving significant economic impact.<sup>1</sup>

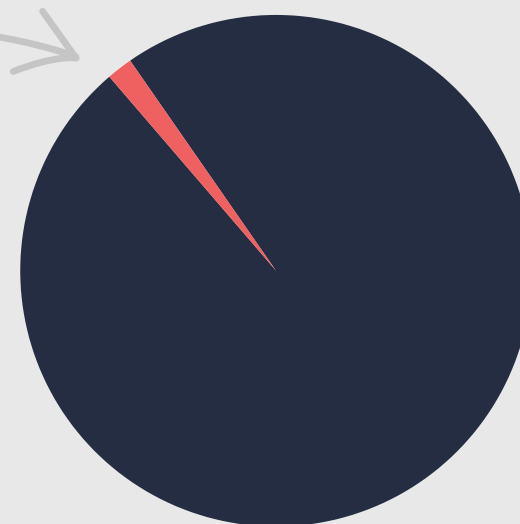
In Australia, the MICE sector continues to expand, attracting international business and tourism. Within this booming industry, talent booking plays a key role in enhancing events, as the demand for high-quality speakers and performers increases. The overall growth of the MICE industry presents a substantial opportunity for investors to capitalise on both the events and talent-driven aspects of this market.<sup>2</sup>

**Australian MICE Industry**



**\$36 Billion (AUD)**

**International MICE Industry**



**\$598.2b USD (2022) rising to  
\$2.3 Trillion by 2032<sup>1</sup>**



## SECTION 2.2.4

# The Problem

**The internet is full of opportunistic agencies claiming to represent talent.**

The process of sourcing talent is difficult because of the influx of opportunistic and unauthorised intermediaries which dominate and take advantage of Google search results through Adwords and SEO campaigns.

Such third parties inflate booking fees, causing bookers to pay more while passing onto talent less.

Although there is value in talent curation and sourcing, we believe that this is a service performed by a 3rd party (such as a Speaker's Bureau) for a talent booker and not the talent. Consequently, their fees should not impact what talent earn on stage or in front of a lens.

**acta** seeks to create a trusted directory, thereby eliminating such behaviour and rewarding talent with their full performance fee while charging talent bookers alone for its services and curational/sourcing assistance.




## Top Google Results - Book Bruno Mars for Event


**Celebrity Talent International**  
<https://www.celebritytalent.net> › samptalent › bruno-...


**Hire Bruno Mars for a Corporate Event or Performance ...**  
CALL US TODAY (725) 228-5100 and speak with a CTI **Bruno Mars** booking agent to get direct availability and pricing for having this talent to work your event.




**Booking Entertainment**  
<https://www.bookingentertainment.com> › artists › Bru...


**Bruno Mars Booking Agent Info & Pricing**  
Booking Entertainment makes it easy to **book Bruno Mars** or any other entertainer for corporate events, private parties and weddings worldwide.




**Celebrity Direct**  
<https://www.celebrity-direct.com> › music › hire-bruno-...

**Hire Bruno Mars for Your Event**  
Contact our National Booking Office at 212 521-4115 or send us your questions via email to **hire Bruno Mars**. Why Celebrity Direct Inc. Direct Source for ...



**X Music Agency**  
<https://www.xmusicagency.com> › Artists ›

**Book Bruno Mars for your Wedding or Party**  
**Book Bruno Mars** for a Private Performance. American singer/songwriter **Bruno Mars** is a Grammy-winning artist and an all-around entertainer, he also plays ...

**RICHARD DE LA FONT AGENCY**  
<https://www.delafont.com> › music\_acts › bruno-mars ›

**How to Hire BRUNO MARS - Booking Pop and R&B Music**  
Booking **Bruno Mars**, pop and r&b music. Fee and Availability. AWESOME service! Direct access to this site is here. FAST! 5-Star friendly service!

**scarletevents.com**  
<https://www.scarletevents.com> › ... › book-bruno-m-...



# The Problem

## Communication Breakdown

## Logistical Errors

## Key Stakeholder Information Crisis

Talent bookings require visibility from multiple stakeholders on either side of the booking landscape. From venues, catering, staging and production staff on the booking side through to PAs, band members, H&MU, drivers and security on the talent side, everyone needs to stay informed, using better tools than Outlook and WhatsApp.





## SECTION 2.2.5

# The Industry's Solution

**acta** is an industry alliance that has created Australia's first comprehensive talent directory and booking platform.

Born out of necessity, not opportunity, acta represents a shared vision to transform an industry that has long struggled with misrepresentation, miscommunication and below par booking tools.

Founded by experienced professionals with deep industry knowledge determined to address these challenges, **acta** represents a paradigm shift and pivotal evolution in talent booking.





## SECTION 2.2.5

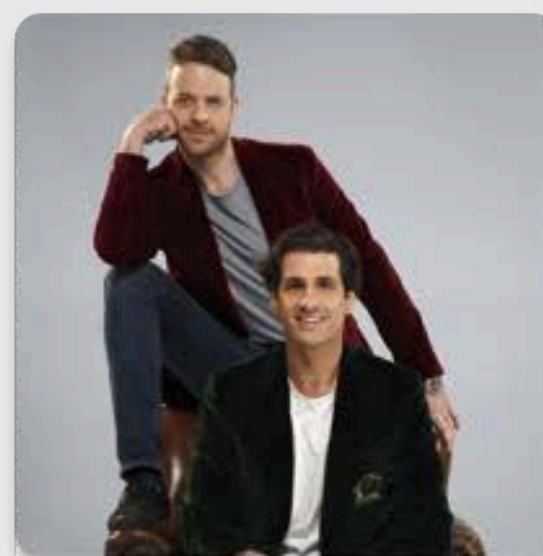
# Australia's First Complete Talent Directory

**acta** is Australia's first complete talent directory, only made possible because acta is a true industry alliance - supported by 90% of talent representatives and endorsed by industry leaders seeking to drive its innovation.

Featuring over 2,500 vetted talent profiles including icons such as Jimmy Barnes, Hamish Blake & Sam Kerr, through to the most in-demand unrepresented talent such as party bands, magicians and professional speakers, **why google when you can acta?**



**Vera Blue**  
Musical Entertainment  
Sydney, NSW, Australia



**Hamish & Andy**  
TV & Media  
Sydney, NSW, Australia  
1.1M 2.4M



**The Veronicas**  
Musical Entertainment  
Sydney, NSW, Australia  
174K 1.9M



**Sneaky Sound System**  
Musical Entertainment  
Sydney, NSW, Australia  
20K 72K



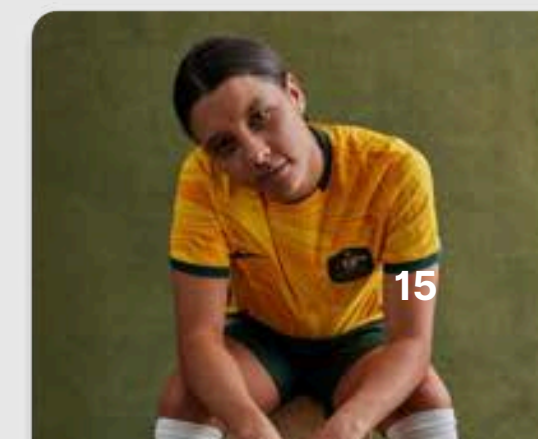
**Jimmy Barnes**  
Musical Entertainment  
Sydney, NSW, Australia  
238K 813K



**Sooshi Mango**  
Comedians, TV & Media  
Melbourne, VIC, Australia  
2.1M 811K



**Peking Duk**  
Musical Entertainment  
Sydney, NSW, Australia  
92K 79K





## SECTION 2.2.5

# Powerful Automated Booking Tools

**acta's** powerful suite of tools revolutionises talent booking management, simplifying traditionally cumbersome processes while providing a dependable source of information.

Real-time updates ensure seamless communication at every stage, while direct contracting and payments remove the need for intermediaries.

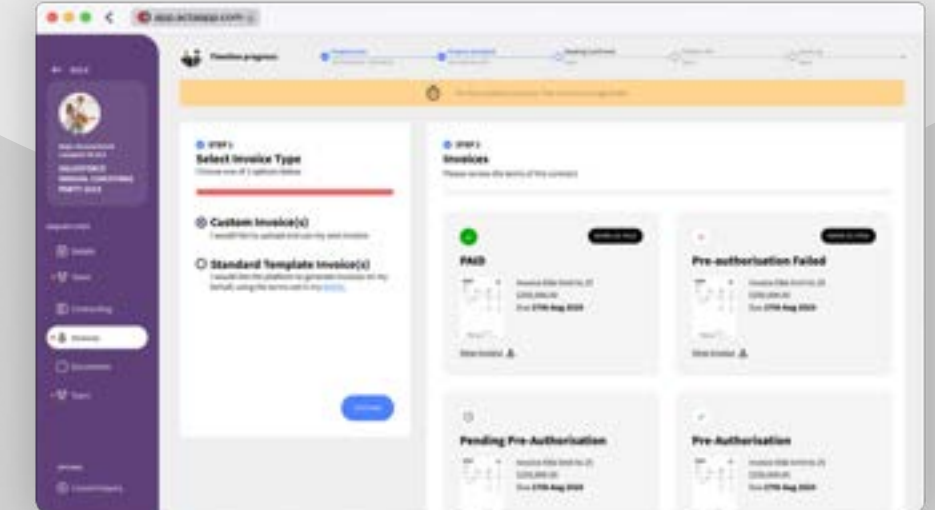
Centralised document hosting allows for easy sharing of essential files, and flexible team collaboration ensures tailored access permissions for all involved.

With efficient administration, including template contracts and express payments, acta delivers a smooth, time-saving experience for organisers and talent alike.

**acta's** Teammates feature allows for any number of stakeholders to be invited to its booking environment, each controlled by selected visibility - a virtual boardroom.



**All bookings in one central dashboard**



**Smart contracts & automated invoicing**



**Team collaboration**



**Instant messaging & notifications**



**Watch: acta Product Explainer**



## SECTION 2.2.5

# Expert Talent Recommendations

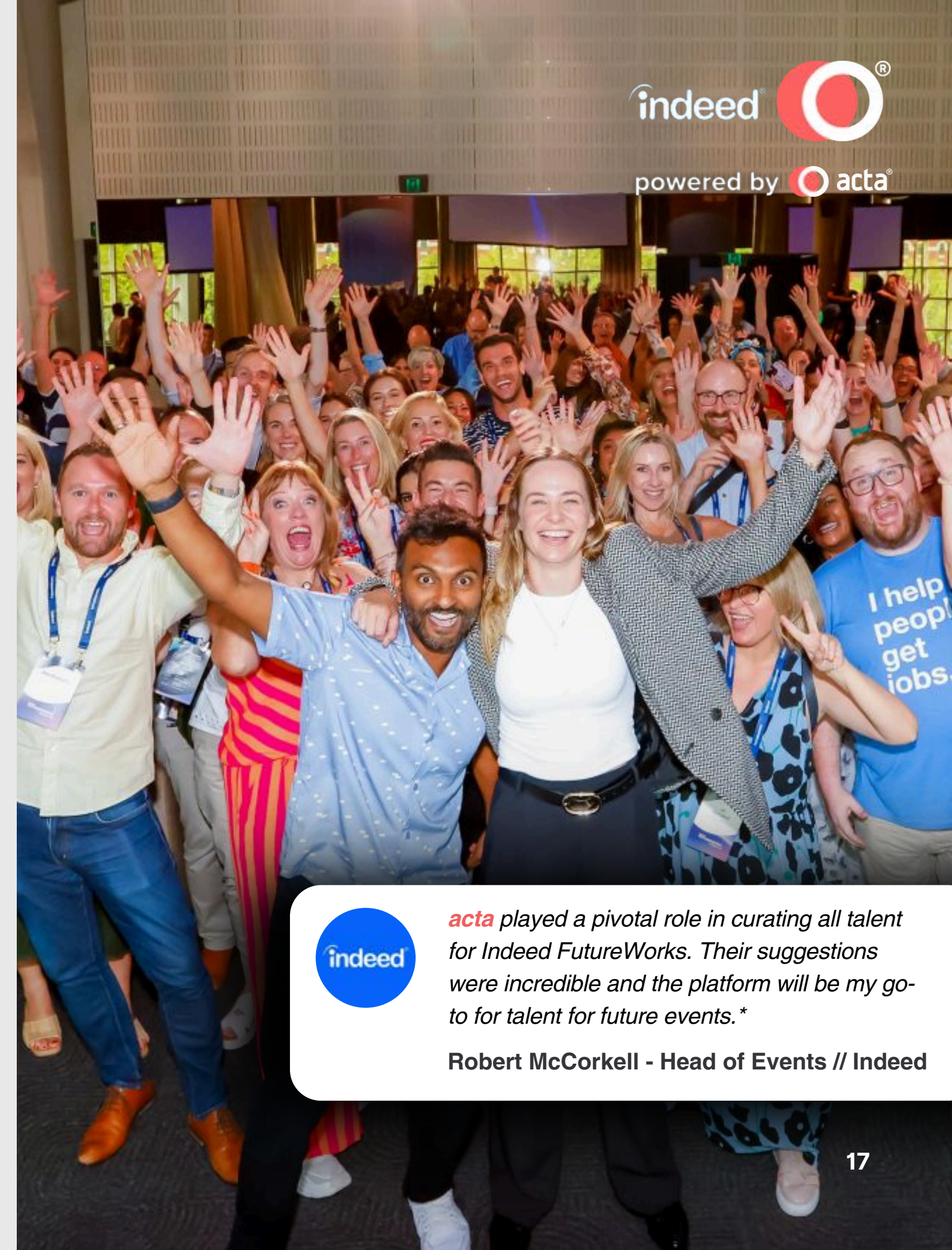
With decades of knowledge and data across the entertainment and events industries, the **acta** curation team has an in-depth understanding of talent to perfectly match any brief and budget.

**acta's** Curation Service is highly valued for its ability to listen carefully to clients and deliver exactly what they need. For those new to booking talent, we offer expert guidance, empowering them to negotiate directly—unlike intermediaries who prioritise margins over client relationships.

Currently offered as a free service to build trust and encourage usage, our assisted curation boosts engagement and drives repeat bookings. Looking ahead, we plan to integrate an AI module that will reference the platform's database and recommend talent based on a booker's brief and budget. Currently we are a custom ChatGPT Model internally and expect to commercialise the feature once it is readily available for users to interact with on the platform.



*\*Individuals have provided consent to inclusion of statements*



***acta** played a pivotal role in curating all talent for Indeed FutureWorks. Their suggestions were incredible and the platform will be my go-to for talent for future events.\**

**Robert McCorkell - Head of Events // Indeed**



SECTION 2.2.6

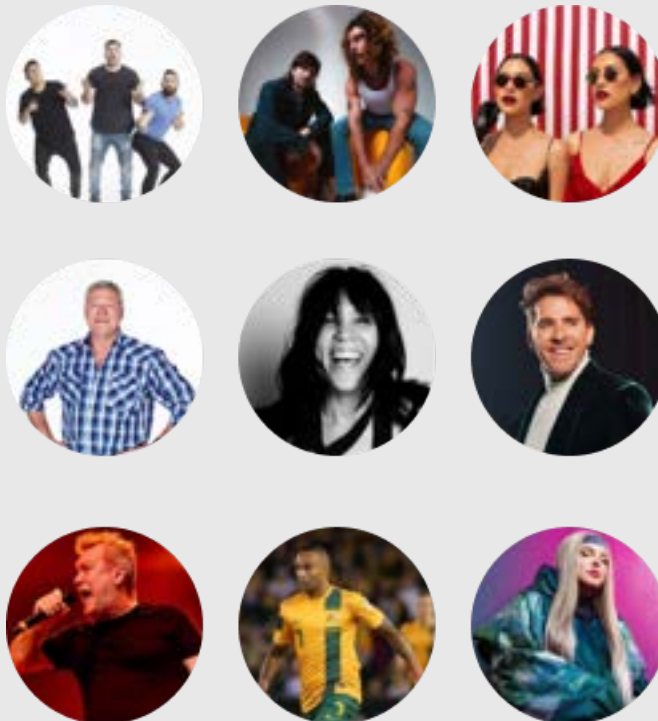
# Beta Acheivements

Beginning in 2022, we ran a two-year Beta phase during which we connected high-quality bookers with talent through our streamlined platform to methodically build trust within the ecosystem. The first part of this process, was to onboard both sides of the talent booking marketplace, featuring massive (90%) industry support to create a legitimate and unified industry wide talent marketplace - something that has never been achieved before globally.



2,500+

Vetted Talent Onboarded



115+

Talent Agencies & Management Companies



750+

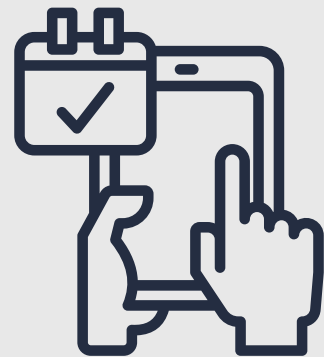
Vetted Talent Bookers



# Beta Acheivements

The result of introducing **750 vetted talent bookers** to Australia’s first complete talent directory?

With **\$0** spent on digital marketing or PR, we achieved;



**750+**

Bookings powered  
by **acta**

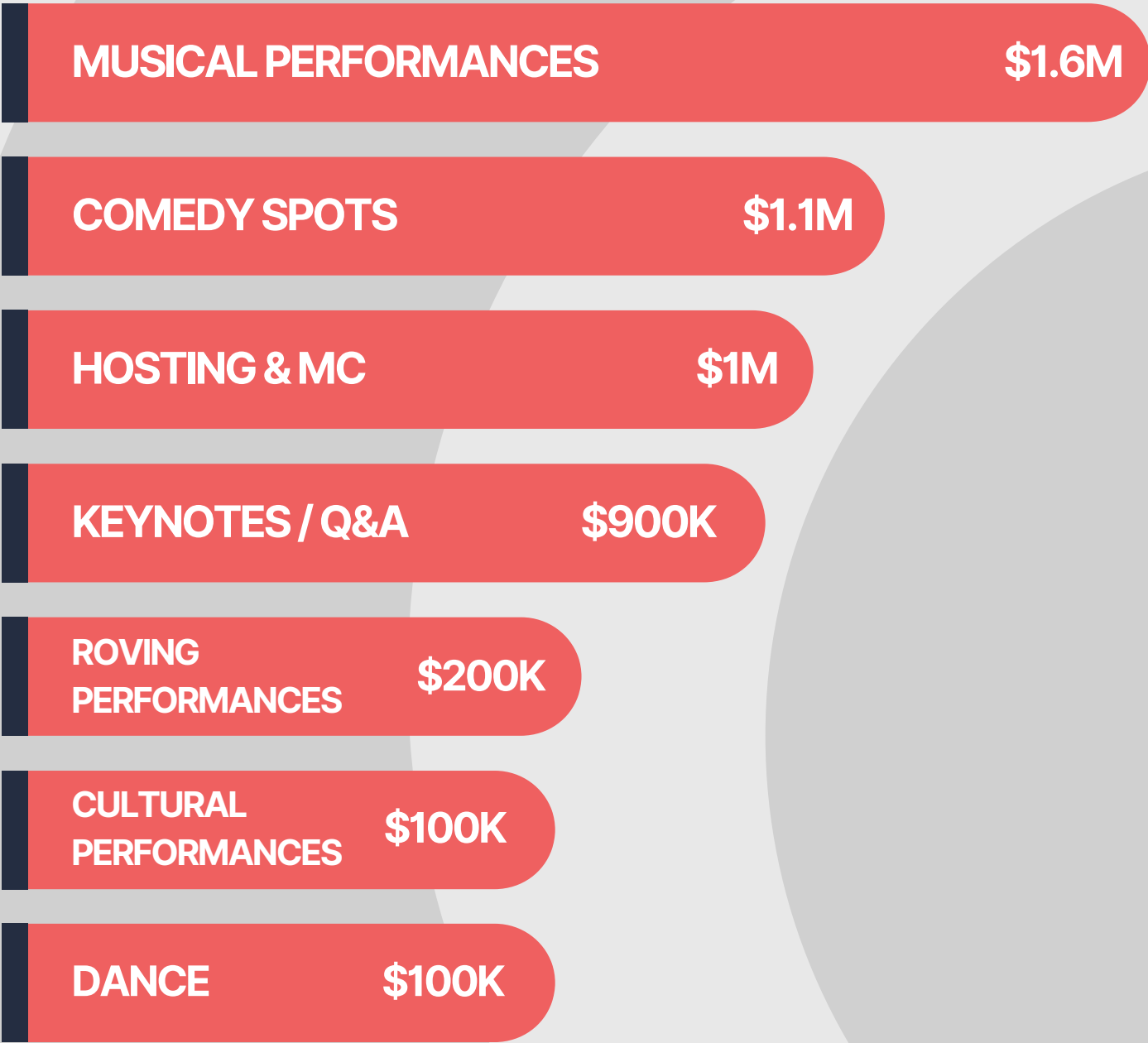


**\$5M+**

Paid Directly  
to talent



## Talent Earnings by Performance Type





# Testimonials & Case Studies



**Danielle White - National Events Manager  
Starlight Children's Foundation**

Thank you acta, for all your support....  
With acta's advice and knowledge in securing talented  
artists... we created unforgettable moments... It's a  
beautiful partnership that has been a game changer.\*



**Mark Jan Kar - GM // Coca-Cola Arena**

Managing an international arena...requires us to be extra  
vigilant with sharing instructions...acta has provided a  
single interface for me to communicate all important  
instructions to all departments as well as individual  
messaging to ensure a better running event.\*



**Sebastian Bohm - GM // Bohm Presents**

In the world of talent booking, acta stands out as a tool  
that understands the needs of organisers. It played a  
crucial role in the success of our comedy extravaganza at  
the iconic Sydney Opera House.\*



\*Individuals have provided consent to inclusion of statements



## The Veronicas Shine at The Annual Red Ball

In proud support of the Daniel Morcombe Foundation, The Red Ball delivered an unforgettable evening, headlined by Australian Icons - The Veronicas.

58K 4K



## Peking Duk Rocks Brisbane Heat Pre-Game Show

A crowd of 23,000 packed the Gabba on New Year's Day, cheering the Brisbane Heat to their biggest KFC Big Bash League win, with help from Peking Duk.

45K 2K



## SECTION 2.3

# Business & Revenue Model

## SECTION 2.3.1

# Value Drivers

### Commission-Free Model for Talent

Talent keep 100% of their fees, driving trust, loyalty, and a growing pipeline of talent joining **acta**.

### Scalability

With industry unity already achieved, we expect this to result in market share, allowing **acta's unique** model to be replicated as an industry solution across global territories, accelerating growth.

### Comprehensive Platform

**acta's** proprietary IP streamlines the entire booking process, offering unmatched tools and automation.

### Direct Access to Talent

Bookers receive direct, unmediated access to talent, eliminating inefficiencies and inflated costs caused by intermediaries.

### Strong Industry Endorsement

Over 90% of Australia's top talent agencies and management organisations are in support, with commercial investment coming from 10 industry leaders in **acta**.

### Incredible Talent Endorsement

Such is talent's desire for **acta** to succeed, talent themselves have freely recorded endorsement videos in support of the platform.

With over 100 videos to date, **acta** has been freely donated millions of dollars' worth of celebrity endorsement to assist a desired disruption.

### Affordable Access

**acta** offers access to pre-vetted, unrepresented talent at competitive rates, making high-quality talent available for any budget.





## SECTION 2.3.2

# Business Model

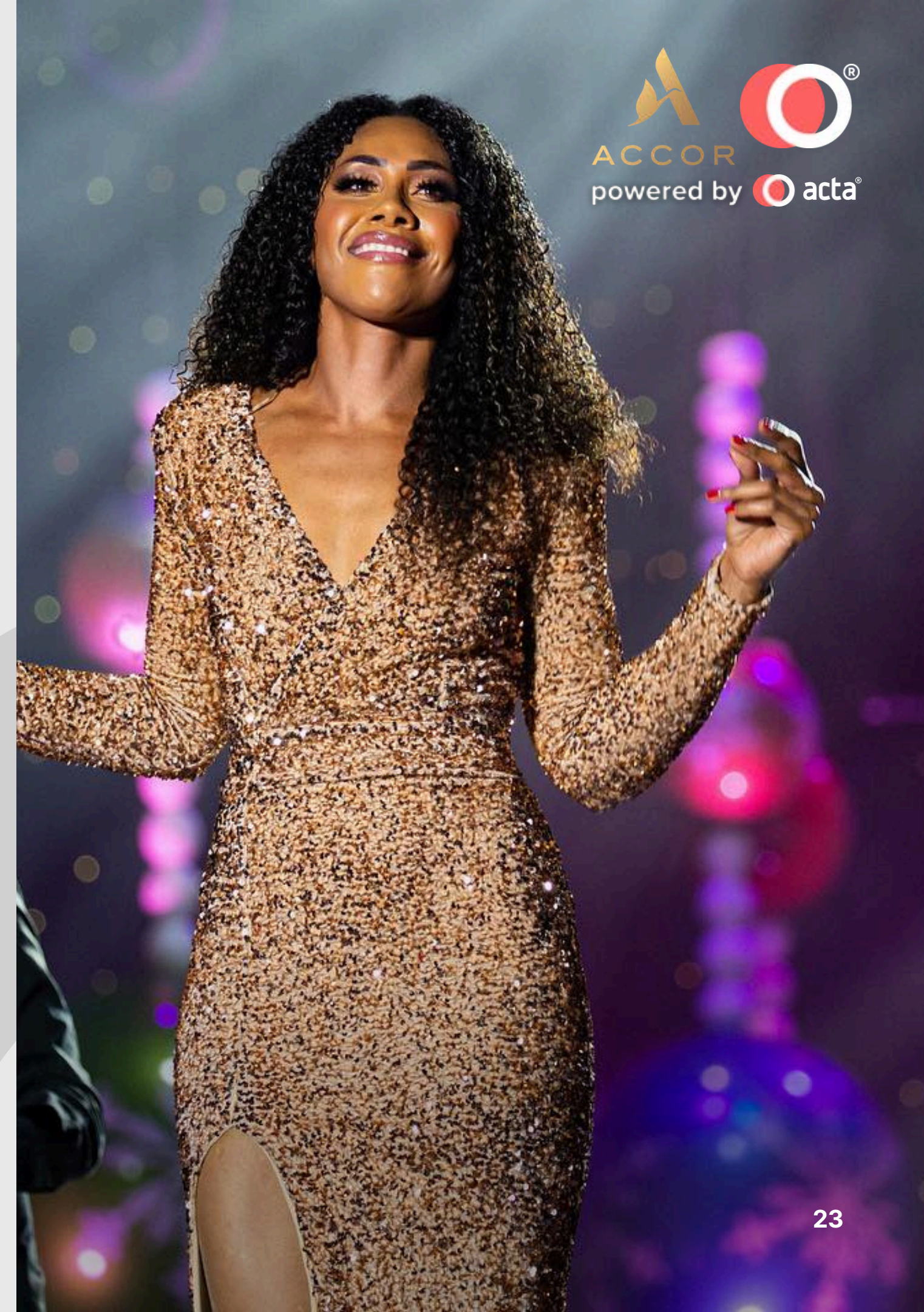
Our business model is completely transparent, changing the game for talent bookers while ensuring talent are protected and empowered.

**acta** is not party to any talent agreement, nor does it hold any money in escrow.

On every booking, talent bookers contract directly with **talent, who are paid 100% of their booking fee** on their payment terms.

**Talent bookers pay acta a separate fee** to use the platform and its features. This fee may be per booking, or bookers can apply for various subscriptions on offer.

So how does **acta** make money?





SECTION 2.3.3

# Revenue Model

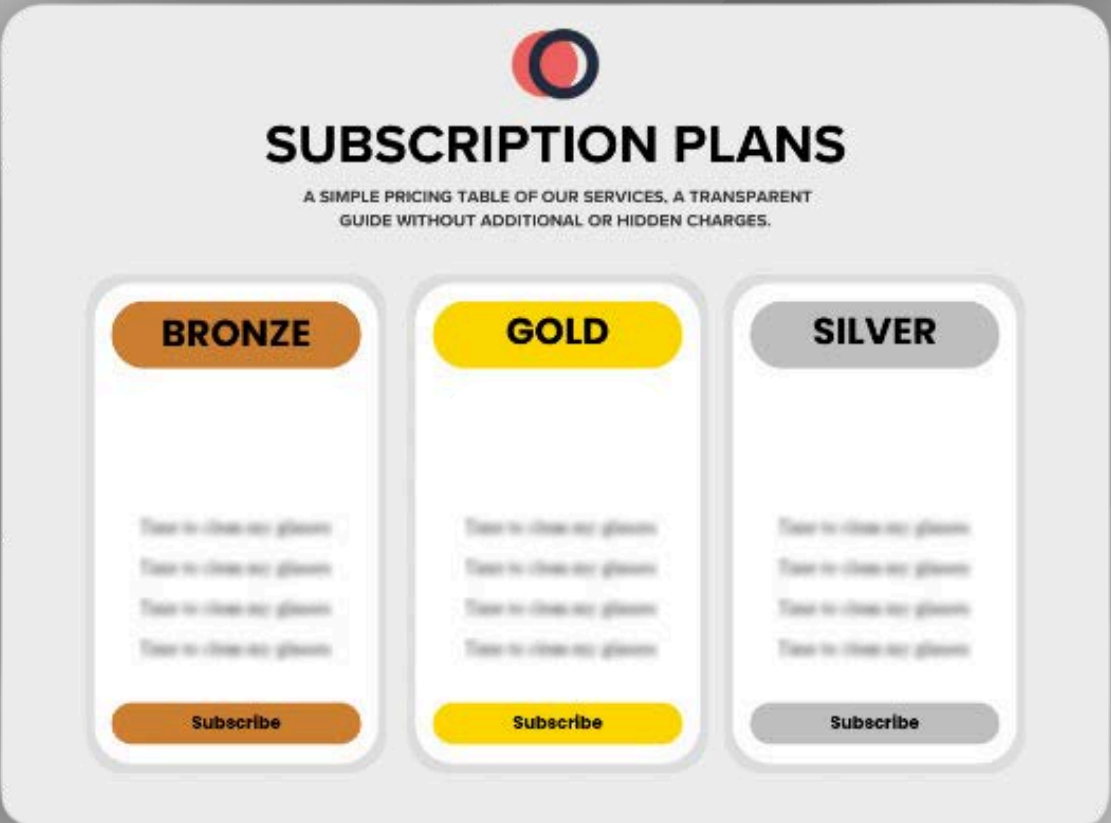
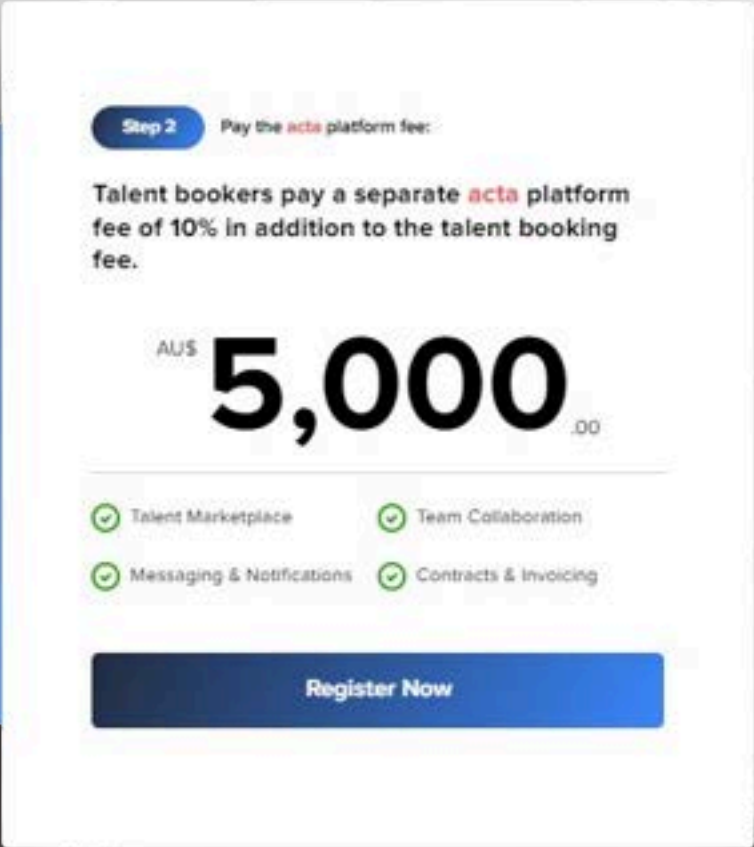
Talent bookers pay **acta** separately for using the marketplace, booking management features and talent curation.

## Pay Per Booking:

For individual bookings, talent bookers incur an additional 10% fee on the agreed booking amount, capped at \$5,000.

## Subscription Packages:

For regular users like event agencies, councils, and venues, **acta** offers monthly subscription packages that eliminate the 10% per-booking fee.





SECTION 2.4

# Business Strategy

## SECTION 2.4.1

# Growth Strategy

Over the next 18 months, our growth strategy will revolve around investment in three key areas:



### Inbound Sales

- Content Marketing - developing valuable & relevant content.
- Social Media Engagement - leveraging social media to foster a community and build network effects.
- Search Engine Optimization (SEO) - attracting users in the process of buying talent.
- Digital Marketing - paid digital ads & email marketing campaigns.



### Outbound Sales

- Hire specialist business development staff to acquire and nurture talent bookers.
- Networking and Events - Industry events, founder keynote tour & host our own acta events



### Production Enhancements

- Curation AI to help talent bookers source talent faster and more accurately.
- Video conferencing and multi-room chat features for seamless communication.
- Scheduling tools for festivals and venues who manage a high volume of bookings.
- 'Post an Opportunity' whereby talent can apply to be considered for events & campaigns.



## SECTION 2.4.2

# Growth Timeline

### 2019: PROOF OF CONCEPT

- **\$1.1M** raised from Industry (Angel Round)
- Granted Innovation Patent
- **acta** proof-of-concept wins;
- National MEA Innovation Award
- Best New Product (Aus Event Awards)
- Best New Service (Aus Event Awards)

### 2022: BETA BEGINS

- Invite-Only Beta begins
- **1000th** talent onboarded
- **200th** booking & **\$2M** in total direct talent payments

### 2023: BETA YEAR 2

- **75th** Talent Endorsement Video Shot
- **1500th** talent onboarded
- **100th** management company onboarded
- **500th** booking & **\$4M** in total direct talent payments

### 2024: **acta** LAUNCHES

- **\$1.35M** raised from Industry (Seed Round)
- **2500th** talent onboarded
- **750th** booking & **\$5M** in Talent Payments
- **acta** featured in AFR, 9 News, & TMN.
- '**acta**' Trademarked

### 2020-21: COVID YEARS

#### 2020

- Industry Research Project - collecting feedback on POC and informing new build

#### 2021

- New **acta** platform build begins
- **30th** management company onboarded





## SECTION 2.4.3

# Global Expansion Strategy

We are focused on diversifying our revenue streams to maximise long-term growth and sustainability. These include:

- Subscriptions for all users
- Paid Curation Services
- Boosted Profiles
- Open Event Listings for Talent Offers
- Expand New Sales Verticals

## Global Expansion Plans

To accelerate growth, we plan to scale operations into key international markets, focusing on:



Europe



USA



United Kingdom





## SECTION 2.5

# Our Team

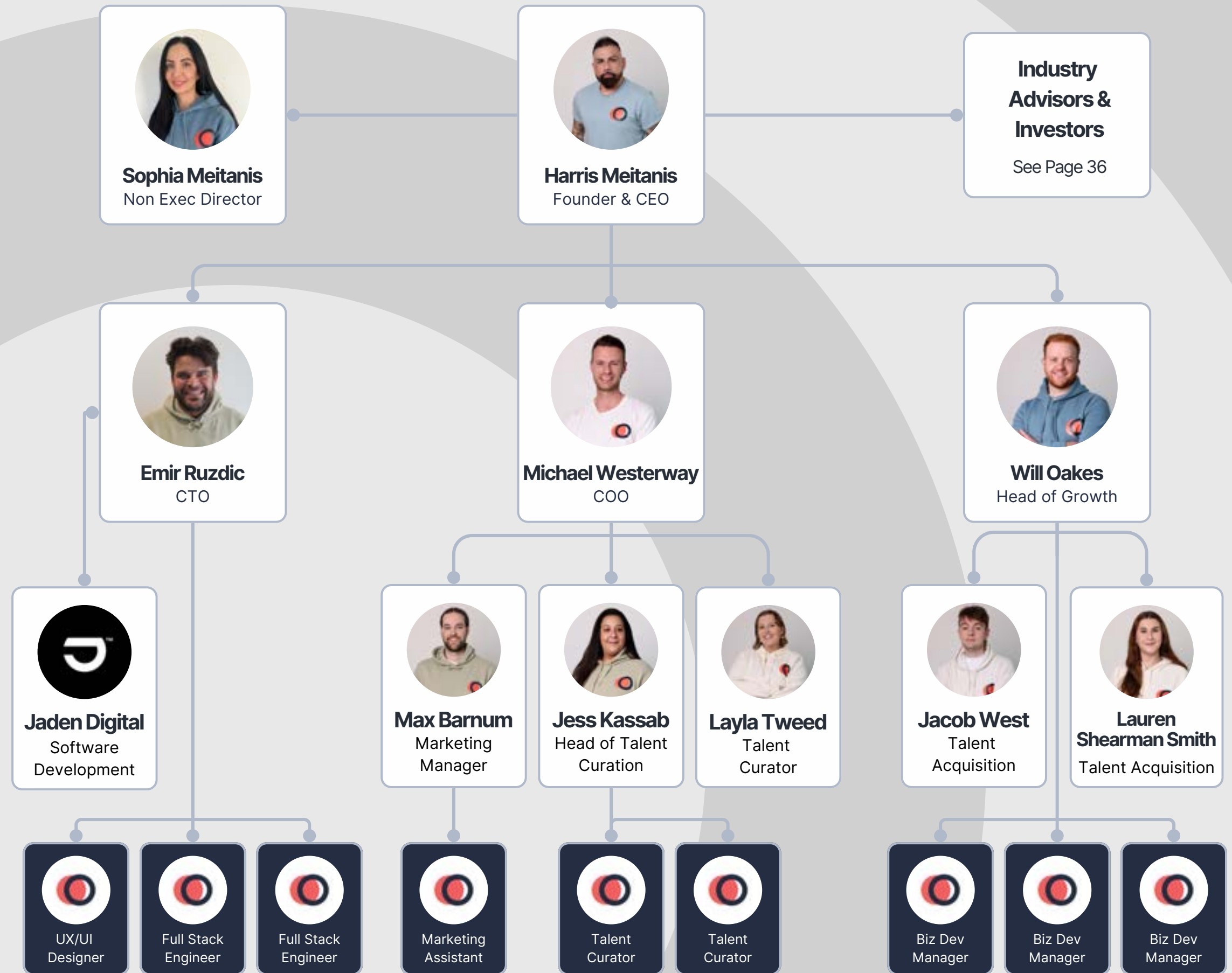




SECTION 2.5.1

# Our Team

## Organisation Structure



*The additional positions above are planned hires post fundraising.*



## SECTION 2.5.2

# Our Team

## Directors



**Harris Meitanis**  
Director,  
Founder & CEO

Harris Meitanis is the visionary Founder & CEO of acta, an Australian developed centralised talent directory, communication, contracting and booking platform which connects talent bookers directly with all types of talent.

With a relentless drive to streamline the talent booking process, Harris conceived acta to eliminate the frustrations and limitations plaguing talent & talent bookers.

With a wealth of experience, Harris' diverse background includes roles as an entertainment solicitor, artist manager, A&R manager, music publisher, music producer, event producer and label owner.

His tenure as the head of the Entertainment Division of Consolidated Lawyers, (later Madison Marcus), saw Harris represent a diverse clientele, including artists, major labels, and production houses of which he continues to do so independently to this day whilst juggling his role at acta and also managing Australian comedy supergroup Sooshi Mango.

Harris has also established several successful ventures, including the production studio In The Pocket (with Michael Di Francesco aka Touch Sensitive), record label iSPY, music publishing house Elephant Music as well as the corporate entertainment curation agency and event producer Apples & Pears Entertainment.

Having worn numerous hats within his career, Harris' multifaceted experience provided him with invaluable insights into the intricacies of the entertainment and events industries, ultimately shaping the conception and development of acta.

Harris is driven by a desire to leave a legacy as a disruptor of outdated industry practices. He seeks to be remembered as a catalyst for change, leveraging his deep industry knowledge and experience to pave the way for future generations of talent and bookers.



**Sophia Meitanis**  
Non Executive Director

With more than 15 years of experience as the Operations Manager at A.P.E Events, Sophia has become a highly respected leader in the events industry. She is renowned for her ability to flawlessly execute large-scale, complex events, ensuring every logistical aspect is meticulously planned and seamlessly carried out. Over the course of her career, Sophia has developed a reputation for managing diverse teams, building strong vendor relationships, and consistently delivering exceptional experiences for clients across multiple industries.

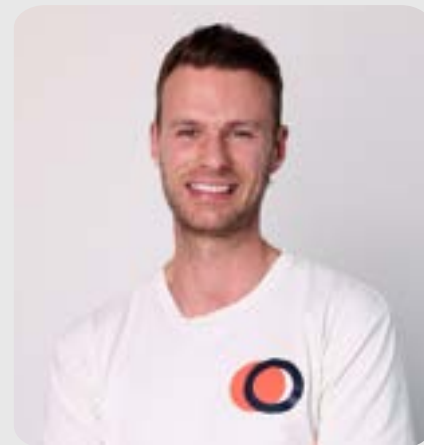
Sophia's background in event coordination, combined with her extensive knowledge of the industry's demands, has enabled her to handle high-pressure situations with grace and precision. She has played an instrumental role in producing some of the most remarkable and memorable events, such as the YouTube Brandcast, the high-profile launch of the cruise ship Ovation of the Seas, and significant corporate events for Herbalife. Her attention to detail, coupled with her ability to innovate and problem-solve on the fly, ensures that every event runs smoothly and exceeds client expectations.

Sophia's leadership within A.P.E Events has earned her a reputation for driving the company's success, helping them establish themselves as a leading player in the event management sector.

## SECTION 2.5.3

# Our Team

## Senior Managers



**Michael Westerway**  
Senior Manager - COO

Shortly after beginning his career with global sports marketing and management firm Octagon, Michael joined acta at its inception and has played a pivotal role in the company's growth ever since.

With 10 years of experience in the events and entertainment industry, and an in-depth knowledge of all areas of the acta business, Michael has been instrumental in shaping its direction.

As COO, Michael oversees daily business operations and drives the strategic direction of acta, ensuring its continued success.



**Emir Ruzdic**  
Senior Manager - CTO

Over his career, Emir has accumulated a wealth of experience across multiple industries and all facets of IT, including security, enterprise systems, application development, systems administration, and engineering.

As CTO, Emir oversees the company's technological strategy, ensuring the development and maintenance of secure, scalable infrastructure while also guiding the team in building innovative solutions to meet the evolving needs of the platform. His expertise ensures acta remains at the cutting edge of technology, driving efficiency and growth.



**Will Oakes**  
Senior Manager  
Head of Growth

Will began his career in London as a commercial agent representing Olympic and Paralympic gold medallists, where he also produced a national stage show. As a founding member of The Road Book—a pioneering periodical for cycling fans worldwide—he helped launch and scale the publication, providing a comprehensive annual record of the cycling season with articles from leading journalists.

He then consulted for blue-chip and governmental organisations to enhance their people and well-being strategies, reducing staff turnover and improving performance. Now, as Head of Growth at acta, Will leverages his experience to scale the platform, drive user acquisition, and expand market reach.



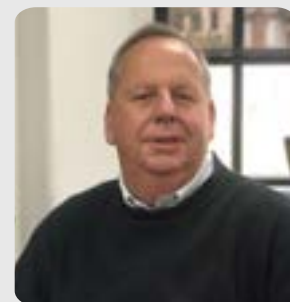
# Our Team

## Industry Investors

# Backed by Industry Heavyweights

acta is backed by the biggest names in the entertainment and events industries, united to drive its innovation and success.

From leading global promoters to top-tier talent managers, agents, event producers, and talent themselves, we are privileged to have industry leaders aligned with our vision, guiding our growth every step of the way.



**Shaun Levin**  
Advisory Board Chairman  
Director // Profile Talent



**Paul Dainty AM**  
President // TEG Dainty



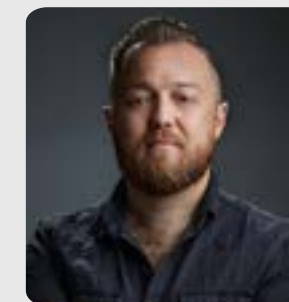
**Michael Parisi**  
Director // Right Hand  
Management



**Karen-Lee Goody**  
Ent Consulting &  
Mgmt. - Casey Donovan



**Alex Smith**  
CEO // Bond Empires  
Mgmt. - The Veronicas



**Brad Drummond**  
Head of Comedy &  
Speakers // TEG Dainty



**Sebastian Bohm**  
GM // Bohm Presents



**Rob Frank**  
Director // Verve Creative  
& Cheeky Food Group



**Dom Furber**  
Founder & Director //  
Paxx Group



**Calum Anderson**  
Ex-Universal Music &  
Mgmt. - James Marriott



**Ben Lodge**  
Director // Catch  
Management



**Ben Sorenson**  
Professional  
Host & Speaker



**Jason Williamson**  
Director // Purple Muse  
Mgmt. - Mitch Tambo



## SECTION 2.6

# The Covid Effect

Navigating the challenges of building **acta** during the COVID-19 pandemic was both difficult and transformative.

While the global pandemic forced the closure of two of our long-running entertainment and event companies, which had been operating successfully since 1999 and 2010 respectively, it also provided an opportunity for growth and reflection. The impact on the events industry was profound, with our companies experiencing over 250 bookings and 47 events being cancelled, as the sector was the first to pause and the last to recover. Unfortunately, this led to the closure of our offices, job losses for our workforce, and liquidation proceedings, with our sole creditor being the ATO.

The events industry, which has always been at the forefront of supporting charitable causes and contributing to various efforts, was severely affected during this time. However, we used the period productively, with Michael (COO), Emir (CTO), and myself, along with our development team, focusing on **acta's** growth. Emerging two years later, we are proud to have launched **acta's** Alpha tech, a significant achievement that positions us for success.

Today, with a renewed team, new offices, strong investor backing, and overwhelming support, we are excited and prepared for the next chapter of **acta's** journey.

**Harris Meitanis LLB**  
Founder & CEO





SECTION 2.7

# Capital Structure

SECTION 2.7.1

# Issued Capital (before & after the offer)

As at the date of this Offer Document, the Company has 10,000,000 ordinary shares on issue. All of the issued shares are held by the Company's founder, although some of those are held on bare trust certain persons who contributed to the business in its initial stages.

The Company also has also raised **\$1,372,500.00** through SAFE notes whose conversion will be triggered by this CSF offer (see details below and also Section 2.7.2).

Table 1: Issued capital of the Company before the Offer

Shareholder	Share Type	Shares
Meitanis Family Investments ATF Meitanis Family Investments Trust ( <b>Founder</b> )	Ordinary	8,925,000 (89.25%)
Meitanis Family Investments on bare trust for initial contributors	Ordinary	1,075,000 (10.75%)
<b>Total</b>		<b>10,000,000 (100%)</b>

Table 2: Issued capital of the Company following the Offer  
(on a fully-diluted basis)

Shares	Minimum Subscription	Maximum Subscription
Existing Ordinary Shares	10,000,000 (77.17%)	10,000,000 (76.13%)
Offer Shares	117,647 (0.91%)	294,117 (2.24%)
SAFE Shares	1,076,462 (8.31%)	1,076,462 (8.20%)
ESOP Shares (unallocated)	1,764,705 (13.61%)	1,764,705 (13.43%)
<b>Total Shares</b>	<b>12,958,814 (100%)</b>	<b>13,135,284 (100%)</b>



## SECTION 2.7.2

# Rights and liabilities associated with securities

As at the date of this Offer, the only class of shares on issue are ordinary shares. The Company has also issued SAFEs. The Company has authority under its Constitution to issue and allocate up to 15% of the share capital of the Company to employees under an employee share option plan (ESOP). As at the date of this CSF Offer Document, the Company has not implemented an ESOP.

Set out below is a summary of the rights and liabilities associated with the securities in the Company. A copy of the Company's Constitution is available on the Intermediary's platform.

### Ordinary Shares

The rights and liabilities associated with the ordinary shares are set out in the Company's constitution, including:

- All ordinary shares have the same voting rights and the same rights to receive dividends.
- Restrictions on the sale or transfer of shares, including drag and tag rights and exit provisions.
- The board has the power to refuse a transfer of shares to a third party.
- The Constitution includes a definition of a "Substantial Shareholder" which means a shareholder with an equity proportion of 5% or more.
- delete if not relevant The Substantial Shareholder concept relates to:
  - Pre-emptive rights for Substantial Shareholders in certain circumstances on the issue or transfer of shares
  - An exit event for the Company must be approved by a majority vote of the Substantial Shareholders
  - The Company must provide each Substantial Shareholder with a brief commercial update within one month of the end of each quarter

The shares offered under this Offer are ordinary shares. A more detailed description of the rights and liabilities associated with the ordinary shares is set out in Section 3.3 below.

### SAFE (Simple Agreement for Future Equity)

The Company has issued SAFEs to pre-seed indsutry investors. The SAFEs will convert to ordinary shares so long as the Company raises the minimun subscription amount during this round.

Key terms of the SAFEs are as follows:

- Amount - \$1,372,500.00 in aggregate between all SAFEs. Some amounts are still outstanding, pursuant to a payment schedule.
- Discount Rate - 15%
- Valuation Cap - \$15,000,000

### Employee Share Option Plan (ESOP)

The Company has authority under its Constitution to issue and allocate up to 15% of the share capital of the Company to employees under an employee share option plan (ESOP). As at the date of this CSF Offer Document, the Company has not issued or allocated any options under the ESOP.

### Shareholders Agreement

Other than the Constitution, there is no shareholders agreement or other agreement between the existing shareholders of the Company.

SECTION 2.7.3

# Sources of financing, including debt financing and other financing

To date, the business has been funded through a combination of operating income/equity/founder loans and grants.

## Operating Income

FY23 - \$60,102.74  
FY24 - \$125,507.58

## Equity

To date, the Company has raised approximately **\$372,500.00** from investors via SAFE notes, with those investors contractually committed to contributing an additional **\$1,000,000.00** as part of those SAFE notes. This would take the total investment from those investors to **\$1,372,500.00** (provided they all meet their obligations).

## Related Party Loans

The founding shareholders have provided a total of **\$479,345.95** in loans to the company.  
The details of these loans are as follows:

**Lending Entity:** Meitanis Family Investments Pty Ltd  
**Description:** Working capital to fund business expansion  
**Loan Amount:** \$479,345.95 as at 14.10.24  
**Repayment Date:** At the discretion of the Company  
**Security:** Nil

## Grant Funding

The business has received funding via the Aus Industry administered ATO Research and Development Tax Program, as per the details below:

FY22 R&D Tax Credit - \$145,930.00  
FY23 R&D Tax Credit - \$165,618.83



# Key Risks

SECTION 2.8

# Key risks facing the business

An investment in the Company 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 the Company (for example, risks relating to general economic conditions or the inability to quickly or easily sell your shares).

Risk	Description
Cash Flow Risk	The Company’s operating activities involve a series of cash inflows and outflows. 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	<p>The Company is in the process of raising capital to fund its operations and growth. There is a risk that the Company may not be able to secure sufficient funding as required. In the event that the Company fails to raise the necessary capital on acceptable terms, or at all, it may have a material adverse effect on the Company's business operations, financial condition, and prospects. This could include the need to significantly reduce operating expenses, delay or abandon strategic initiatives and expansion plans, or cease operations entirely.</p> <p>The Company is in the process of raising funds to achieve its strategic business objectives and to cover its projected operating expenses. The Company may not raise all of the required funding and therefore not achieve all of its business objectives. The Company may also need to raise additional funds in the future from investors or third parties. There is no assurance that the Company will be able to obtain additional rounds of funding on substantially the same terms as outlined in this Offer Document or at all. The Company’s value may be materially affected if the required additional funding is not available.</p>
Insolvency Risk	The Company is not yet profitable. The Company is seeking to obtain further funding to achieve its objectives. There is no guarantee that funding will be available on favourable terms or that the Company will receive any level of funding at all.
Key Person Risk	As an early stage business, the Company is susceptible to the loss of key team members as they are considered critical to the continued success of the Company. If a key team member was lost, due to illness for example, this could significantly affect the Company’s ability to continue its operations or achieve its business objectives as the case may be.
Technology Risk	The Company uses a number of sales, marketing and member communication technology solutions. Despite the Company’s measures to effectively manage these systems and risks, if any of these technologies were to fail without notice, it could interrupt the Company’s ability to sell or communicate with customers, which could have a direct impact on revenue and profitability. In an online environment, there is a risk of loss, theft or malfunction of customer data. While systems are in place to protect customer data, the failure of these systems, without notice, could interrupt the company’s ability to sell or communicate with customers and meet its regulatory obligations.



SECTION 2.8

# Key risks facing the business

Risk	Description
Cyber Risk	The company is built on a technology platform of custom software and third party services. The information it holds about 2,500 users must be protected at all times and the services must be always available. While the company uses industry standard practices for data security and service integrity, attacks by third-parties on the platform are a possibility and pose a risk to business continuity.
Start-Up Risk	<p>As an early stage business, the Company is subject to all of the risks associated with early stage companies, including uncertainty around the volume and origin of revenue streams, size and existence of repeat customers, and risks associated with evolving technology. In particular, the Company is not yet profitable and is yet to generate revenue through certain anticipated revenue streams.</p> <p>The commercial success of the business will depend on many factors including the Company’s ability to attract and retain quality staff and loyal customers.</p>
Brand Risk	<p>If the Company does not maintain consistent levels of quality and service in its offering, the Company’s brand and reputation could be damaged. In an increasingly connected world, damage to a company’s brand and reputation can be catastrophic. The Company is acutely aware of this risk and is vigilant to ensure that it maintains a consistently high level of product quality and customer service.</p> <p>The Company is at the proof-of-concept stage of the business cycle. As such, it carries the risks of a start-up business. Given the limited trading history of the company, no assurance can be given that the Company will achieve commercial viability through the implementation of its business plan.</p>
Intellectual Property Risk	The protection of the Company’s intellectual property is critical to our business and commercial success. If we are unable to protect or enforce the Company’s intellectual property rights, there is a risk that other companies will copy our product and technology, which could adversely affect our ability to compete in the market.
Ability to Scale	If costs to achieve the Company’s targeted revenue growth are more than estimated, the profitability of the company may be reduced and/or the company may have insufficient cash reserves to achieve its planned product rollout.
Reliance on Third Parties	The Company relies on third party providers for software. As such, the Company cannot guarantee the quality of the third party.
Dilution Risk	If, in the future, the Company undertakes further funding activities, a shareholder’s interest may be diluted (if they do not participate in future fundraising).

## SECTION 2.9

# Financial Information



## SECTION 2.9.1

# Balance Sheet

Here are the financial statements of the Company for the financial years ended 30 June 2024 and 30 June 2023.

They have been prepared in accordance with Australian accounting standards by appropriately qualified accountants.

They have not been audited. All figures, unless otherwise stated, are denominated in whole Australian dollars.

Note - There are imaterial discrepancies between the Cash & Cash Equivalents and the Cash Flow Statement due to rounding.



	As at 30 June 2024	As at 30th June 2023
<b>Assets</b>		
Cash and Cash Equivalents	\$4,469	\$9,805
Receivables	\$8,414	\$5,156
Other Current Assets	\$164,873	\$172,037
<b>Total Current Assets</b>	<b>\$177,756</b>	<b>\$186,998</b>
Property, Plant and Equipment	\$30	\$30
Financial Assets	\$0	\$0
Other non current assets	\$0	\$0
<b>Total Non Current Assets</b>	<b>\$30</b>	<b>\$30</b>
<b>Total Assets</b>	<b>\$177,786</b>	<b>\$187,028</b>
<b>Liabilities</b>		
Trade & Other Payables	\$234,894	\$157,848
Taxation	\$43,242	\$13,191
Other current liabilities	\$32,654	\$20,530
<b>Total Current Liabilities</b>	<b>\$310,790</b>	<b>\$191,569</b>
Borrowings	\$0	\$0
Shareholder Loan	\$633,768	\$435,728
<b>Total Non Current Liabilities</b>	<b>\$633,768</b>	<b>\$435,728</b>
<b>Total Liabilities</b>	<b>\$944,558</b>	<b>\$627,297</b>
<b>Net Assets</b>	<b>(\$766,772)</b>	<b>(\$440,269)</b>
<b>Equity</b>		
Issued & Paid Up Capital	\$100	\$100
Safe Notes	\$105,000	
Retained Earnings	(\$871,872)	(\$440,369)
<b>Total Equity</b>	<b>(\$766,772)</b>	<b>(\$440,269)</b>

## SECTION 2.9.2

# Profit & Loss Statement



	For the 12 months ended 30th June 2024	For the 12 months ended 30th June 2023
Revenue	\$125,508	\$60,103
Other income	\$164,915	\$172,780
<b>Total income</b>	<b>\$290,423</b>	<b>\$232,883</b>
Accountancy	\$10,071	\$339
Assets / Content	\$12,595	\$1,826
Bank fees & charges	\$2,054	\$3,445
Computer software development	\$127,350	\$263,182
Cleaning & rubbish removal	\$6,769	\$1,761
Consultants fees	\$2,213	\$45,090
Depreciation - Other	\$6,010	\$4,361
Filing fees	\$0	\$362
General expenses	\$4,950	\$1,742
Insurance	\$10,298	\$18,035
Interest - Australia	\$0	\$1
Legal fees	\$18,467	\$12,556
Printing & Stationary	\$0	\$1,795
Rent on land & buildings	\$141,180	\$104,199
Repairs & maintenance	\$617	\$595
Salaries - Ordinary	\$311,529	\$159,129
Staff amenities	\$0	\$1,864
Subscriptions	\$31,058	\$28,801
Superannuation	\$34,168	\$16,584
Telephone	\$0	\$3,394
Travel, accommodation & conference	\$2,599	\$4,390
Total expenses	<b>\$721,926</b>	<b>\$673,453</b>
<b>Net Profit</b>	<b>(\$431,503)</b>	<b>(\$440,569)</b>
Income tax	\$0	\$0
<b>Net Profit after tax</b>	<b>(\$431,503)</b>	<b>(\$440,569)</b>



## SECTION 2.9.3

# Cash Flow Statement

	For the 12 months ended 30th June 2024	For the 12 months ended 30th June 2023
<b><u>Cash Flow From Operating Activities</u></b>		
Receipts from Customers	\$287,123	\$282,675
Payments to Suppliers and employees	(\$596,696)	(\$500,750)
Interest received	\$43	\$51
Interest & other costs of finance	\$0	(\$1)
Income tax paid	\$7,164	(\$173,445)
<b>Net Cash from Operating Activities</b>	<b>(\$302,366)</b>	<b>(\$391,470)</b>
<b><u>Cash Flow from Investing Activities</u></b>		
Payment for Plant, property and equipment	(\$6,010)	(\$4,392)
<b>Net Cash flow from Investing Activities</b>	<b>(\$6,010)</b>	<b>(\$4,392)</b>
<b><u>Cash Flow From Financing Activities</u></b>		
Issue of Shares	\$105,000	
Proceeds from borrowings	\$198,040	\$399,537
<b>Net Cash flow from Financing Activities</b>	<b>\$303,040</b>	<b>\$399,537</b>
<b>Net increase/decrease in cash held</b>	<b>(\$5,336)</b>	<b>\$3,675</b>
Opening Cash	\$9,803	\$6,128
Closing Cash	<b>\$4,467</b>	<b>\$9,803</b>

## SECTION 2.9.4

# Statement of Changes in Equity

Since June 30 2024, we have received an additional \$267,500 in SAFE Notes, taking the total to \$372,500, with those investors contractually committed to contributing an additional \$1,000,000 as part of those SAFE notes. This would take the total investment from those investors to \$1,372,500 (provided they all meet their obligations). See section 2.6.2 for more information.

	Issued Capital	Retained Profits	Total Equity
<b>Opening 1 July 2022</b>	\$100	\$200	\$300
Profit (loss) after tax		(\$440,569)	(\$440,569)
Increase (decrease in Equity)			
<b>Closing 30 June 2023</b>	<b>\$100</b>	<b>(\$440,369)</b>	<b>(\$440,269)</b>
<b>Opening 1 July 2023</b>	<b>\$100</b>	<b>(\$440,369)</b>	<b>(\$440,269)</b>
Profit (loss) after tax		(\$431,503)	(\$431,503)
Increase (decrease in Equity)	\$105,000		\$105,000
<b>Closing 30 June 2024</b>	<b>\$105,100</b>	<b>(\$871,872)</b>	<b>(\$766,772)</b>



## SECTION 2.9.5

# Management Comments on Historical Performance & Outlook

### **Jumpstarting Marketplace Liquidity:**

To address the classic "cold start" challenge faced by marketplace businesses—balancing supply and demand without one preceding the other—acta implemented a strategic solution by leveraging a well-established corporate talent booking agency, Apples & Pears Entertainment, owned by acta's Founder/CEO. This partnership allowed acta to tap into a pipeline of qualified referrals, consisting of talent bookers who were actively seeking talent, thereby jumpstarting marketplace liquidity.

During the beta phase, we further accelerated liquidity by offering many of these initial users free access to the platform. Coupled with our platform fee cap of \$5,000 per transaction, this approach explains the discrepancy between our beta GMV of \$5 million and the revenue of \$213,000.00.

The 90% revenue growth from FY23 to FY24 demonstrates that, as users return to the platform, we've become less reliant on these early-stage tactics, leading to a positive impact on our bottom line. As we prepare for the next growth phase with a significant influx of new users, we plan to briefly reintroduce this strategy. While this may momentarily reduce the GMV/Revenue ratio, as seen during the beta period, it will swiftly improve, ultimately driving long-term profitability and sustainable growth.

### **Transitioning towards consistent MRR:**

While the 'pay-per-play' model, where users are charged a fee per booking, will always remain a part of our business (given that there are always going to be bookers that only require the platform one or two times a year), we are beginning to introduce a subscription-based model for regular bookers, such as event agencies, councils, and venues to create a consistent level of monthly recurring revenue. This shift is critical for a marketplace like ours as it provides a reliable, recurring revenue stream that offers greater financial predictability and stability.

By securing a foundational level of revenue through monthly subscriptions, we can reduce our exposure to market fluctuations and seasonality, improving our Monthly Recurring Revenue (MRR) and supporting long-term growth.

## SECTION 2.9.5

# Management Comments on Historical Performance & Outlook

### Pathway to Profitability:

Typically, high-growth tech startups face a period of losses as they work to build marketplace liquidity and achieve escape velocity. However, once escape velocity is reached, the benefits become exponential. The cost of adding more liquidity to the marketplace decreases proportionally as network effects take hold, making the platform more scalable with minimal effort or capital outlay.

With this in mind, our goal is to achieve escape velocity while maintaining a strong focus on profitability and the company's bottom line. In today's environment, where endless cheap capital is a thing of the past, we are committed to spending our resources wisely and efficiently. Our financial projections reflect this careful approach. Whilst our financial model forecasts monthly expenses to triple as a result of increased investments in sales hires, product development, and digital marketing (see Growth Strategy for details), these costs are aligned with significant growth in projected revenue.

### Movement in Founder Loan Balance

Alongside revenue and investments, MFI has been supporting the company's general funding needs, documented through a Founder Loan account on our balance sheet. Since June 30 2024, the business has repaid an additional \$154,421.00 of the loan.

*Comments on revenue outlook are inherently uncertain and should not be solely relied upon as they are subject to change, uncertainty and unexpected events, many of which cannot be controlled. Accordingly, actual results are likely to differ from the forecasts. No representation or assurance is or can be given that the forecasts will be achieved. Past performance is no guarantee of future performance. This revenue outlook has been prepared by the Company and has not been validated by an independent third party.*



## SECTION 3

# Information About the Offer

SECTION 3.1

# Terms of the Offer

The Company is offering up to 294,117 shares at an issue price of \$1.70 per share to raise up to \$500,000.00 The key terms and conditions of the Offer are set out below.

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

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](http://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.

Retail 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 and there is no guarantee that these funds will be raised.

Term	Details
Shares	Fully-paid ordinary shares
Price	\$1.70
Minimum Subscription	\$200,000.00
Maximum Subscription	\$500,000.00
Opening date	30 October 2024
Closing date	14 November 2024



SECTION 3.2

# Use of Funds

*\*General Opex includes subscriptions, travel expenses & office rent/utilities.*

The Offer costs include the Intermediary's fees under the hosting agreement between the Company and the Intermediary. These fees are up to 7.5% of all funds raised by the Company through Birchal Financial Services Pty Ltd (Intermediary), plus \$4,200 for administration and setup costs.

Other than as specified in the table, 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.

In addition to the committed SAFE Note investments of \$1,372,500, we expect that the Maximum Subscription amount will be sufficient to meet the Company’s short-term objectives over the next 12 months.

If this CSF Offer is unsuccessful, or if only the Minimum Subscription amount is raised, the Company will still be able to meet some of it’s short term objectives, however will require further funding to be able to carry out the full extent of it’s intended activities over the next 12 months.

In such circumstances, the Company may consider alternative sources of funding, such as undertaking a further CSF offer under the CSF regime or other debt or equity funding.

Until additional funding is obtained, we will scale back product development and continue to focus our cash resources on Staff, General Opex.

Intended Use	Minimum Subscription	Maximum Subscription
Sales & Marketing	\$108,800.00	\$264,500.00
Operational Staff:	\$16,000.00	\$42,000.00
Product Development:	\$36,000.00	\$81,152.00
General Opex:	\$20,000.00	\$70,648.00
Offer Costs:	\$19,200.00	\$41,700.00
Total	\$200,000.00	\$500,000.00

## SECTION 3.3

# Rights Associated with the shares

### 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, they 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

Directors have the power to call meetings of all shareholders or meetings of only those shareholders who hold a particular class of shares. Shareholders who hold at least 5% of the votes which may be cast at a general meeting of the Company have the power to call and hold a meeting themselves or to require the directors to call and hold a meeting.

### 3.3.4 Election and Removal of Directors

Shareholders may vote to elect and remove directors at a general meeting by way of special resolution (75%), however, the founder is entitled to appoint their own director (that cannot simply be voted out by the shareholders) so long as he maintains 5% of the shares in the Company (together with his affiliated entities). Directors can also vote to elect and remove directors at a board meeting by way of special resolution (75%) of the board.

### 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 shareholders after secured and unsecured creditors of the Company. As there are currently only ordinary shares on issue, the holders of fully-paid ordinary voting shares rank equally between them for any such distribution.

### 3.3.6 Restrictions on Sale and Transfer

#### Drag & tag rights

The Constitution contains drag and tag-along rights, as follows:

- **Drag rights** - If Shareholders who together hold 75% of the shares on issue propose to sell all of their shares to a third party, they can 'drag' the remaining 25% to sell their shares on the same terms. The pre-emptive rights process does not need to be undertaken in order for the drag along to be triggered.
- **Tag rights** - If Shareholders who together hold 50% or more of the shares on issue propose to sell their shares to a third party under one transaction (or series of transactions) the remaining 50% may also 'tag'-along and sell their shares on the same terms.

If the Company has no CSF shareholders and is regulated under Chapter 6 of the Corporations Act, the Constitution contains a mechanism to 'turn off' the drag along and tag along provisions (as these provisions cannot functionally apply if the Company is regulated by Chapter 6 of the Corporations Act).

#### Exit provisions

The Board may propose an Exit Event including an IPO, share sale, asset sale or another transaction which results in a change of control, or which the Board determines is an Exit Event. A Substantial Shareholder Majority must approve the Exit Proposal. If an Exit Proposal is approved by a Substantial Shareholder Majority, all Shareholders (and Directors) must exercise all rights and do all things to enable the Exit Event to occur.

## SECTION 3.3

# Rights Associated with the shares

### 3.3.6 Restrictions on Sale and Transfer (cont.)

#### Pre-emptive rights on transfer

If a Substantial Shareholder provides a notice to transfer its shares (other than as a permitted disposal), the Company must first offer each other Substantial Shareholder the right to purchase those shares. The Board may vary this procedure, provided that each Substantial Shareholder has an opportunity to acquire their pro rata entitlement to the Sale Shares and there is no material adverse impact on a Substantial Shareholder. The Constitution also includes carve outs for CSF offers and capital raisings up to ##% of the capital of the Company.

#### Escrow arrangements in an IPO

If an Exit Proposal is approved under the Constitution and that Exit Proposal involves an IPO , each shareholder agrees to enter into any required escrow arrangements as may be required by law, the rules of the relevant stock exchange, or as may be recommended by the relevant financial adviser to enable the success of the IPO.

#### Discretion to refuse to register a transfer of shares

The board has the power to refuse a transfer of shares to a third party.

#### On-sale restrictions under the Corporations Act

Shares acquired under the Offer may not be on-sold within 12 months of their issue without a prospectus or other disclosure document, unless an exemption under section 708 of the Corporations Act 2001 (Cth) applies (e.g. sales to sophisticated or professional investors) or unless ASIC gives relief from the requirement to provide such prospectus or other disclosure document.

### 3.3.7 Pre-emptive rights / anti-dilution on issue of shares

the Board resolves to issue new Equity Securities (which includes shares, options, warrants, convertible notes or any other instrument convertible into shares), it must first offer the new Equity Securities to each Substantial Shareholder (as defined in the Constitution) unless one of the following exceptions apply:

- The Board resolves to make a CSF offer
- The issue of Equity Securities is a public offer of securities
- The Board resolves to issue up to 10% in aggregate of the issued share capital of the Company, provided such issuances are not exercised more than once in any 12 month period
- The Substantial Shareholders waive (by Substantial Shareholder Majority) the pre-emptive rights provisions related to the issuance of new Equity Securities
- The Equity Securities are issued as part of an approved ESOP
- The Equity Securities are issued as part of an Exit Event approved in accordance with the Constitution
- the Equity Securities are issued pursuant to the terms of an agreement, option or warrant or other security convertible into or exercisable in exchange for an Equity Security that existed before the date of the constitution, or was entered into in accordance with the constitution
- The Equity Securities are issued as part of an arm's length commercial agreement, provided that such issuances in any 12 month period are in aggregate not more than 5% of the issued share capital of the Company;
- The Equity Securities are issued as part of the consideration for an acquisition of an interest in any business, entity or company approved by the Board by Special Resolution Vote.

### 3.3.8 Amendments to the Constitution

To vary the Constitution or adopt a new constitution, the Company must pass a special resolution at a general meeting. At least 75% of the voting members of the Company must vote in favour of the resolution for it to pass.



## SECTION 3.4

# 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 their investment in the Company.

These include:

- 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





## SECTION 4

# Information About Investor Rights

## SECTION 4.1

# Cooling-Off Rights

If you are a retail investor, 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 (Cooling-off Period).

You must withdraw your application via the Intermediary's platform. You will be able to withdraw your application within the Cooling-off Period by following the link and the instructions within your portfolio 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.

## SECTION 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.



## SECTION 4.3

# Proprietary Company Corporate Governance Obligations

### 4.3.1 Annual Report

While the Company is currently a small proprietary company that is not required to prepare annual financial reports and directors' reports, if we successfully complete this Offer, then we will be required to prepare and lodge these annual reports with ASIC (within four months of the financial year end). The Company has a 30 June year end and its financial reports must be lodged by 31 October each year.

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.

### 4.3.2 Distribution of Annual Report

The Company is not required to notify shareholders in writing of the options to receive or access the annual report. Shareholders will not be able to elect to receive a copy of the annual report by way of email or post. However, shareholders can access the annual report on the Company's website at the following address <https://actaapp.com>, on the Company's share registry website at the following address [cakeequity.com](https://cakeequity.com) (free of charge) or can purchase the report from ASIC.

### 4.3.3 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).

### 4.3.4 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.

## SECTION 4.4

# Company Updates

The Company will provide regular updates to investors on the Company's website at the following address <https://actaapp.com/updates> & via the Company's share registry website at the following address <https://cakeequity.com> and via the Intermediary's platform.



## SECTION 4

# Glossary

<b>Company</b>	Means The Event Ecosystem Pty Ltd ACN 631 665 337
<b>Cooling-off Period</b>	Means the period ending five business days after an application is made under this Offer, during which a retail investor has a right to withdraw their application and be repaid their application money.
<b>CSF</b>	Means crowd-sourced funding under Part 6D.3A of the Corporations Act.
<b>Intermediary</b>	Means Birchall Financial Services Pty Ltd ACN 621 812 646 AFSL 502618.
<b>Maximum Subscription</b>	Means the amount specified in this CSF offer document as the maximum amount sought to be raised by the Offer. The Maximum Subscription is subject to rounding based on the share price of the Offer.
<b>Minimum Subscription</b>	Means the amount specified in this CSF offer document as the minimum amount sought to be raised by the Offer. The Minimum Subscription is subject to rounding based on the share price of the Offer.
<b>Offer</b>	Means an offer of fully-paid ordinary shares by the Company under this CSF offer document.
<b>Retail investor</b>	Has the meaning given to the term “retail client” under the Corporations Act.





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