



Goodness
Group Global

PACE
RAPID HYDRATION

10 SEPTEMBER 2024

Crowd-Sourced Funding Offer Document

Offer of fully-paid ordinary shares in
Goodness Group Global Pty Ltd, at
\$0.90 per share to raise a maximum of
\$1,500,000

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

Issuer

Goodness Group Global Pty Ltd
ACN 658 581 107

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

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.



Information About the Company

Section 2

Goodness
Group Global



Letter from the Founders

To existing and future Shareholders,

Goodness Group Global (GGG) is a multi-brand, multi-channel, multi-market business building a portfolio of better-for-you (BFY) and better-for-the-planet brands.

GGG is led by our iconic Australian brand 'Nexba' delivering a range of healthier functional drinks including Kombucha, Better Soda and Nootropics, all supporting positive lifestyles.

Our customer base includes blue-chip retailers in Australia, UK and Europe including Coles, Woolworths, Sainsbury's, Tesco, Jumbo, Auchan and Ikea.

The BFY and functional drinks category continues to deliver strong growth as consumers seek simple health and wellness alternatives that are genuinely cleaner, lower impact solutions. 'Goodsweet' is our patented natural, low-calorie, plant-based sweetener which underpins our ability to deliver Naturally Sugar Free great taste without any nasties.

The business is positioned to achieve increased sales and growth in the next year. This is a significant milestone and is based on growth secured with existing customers, steady expansion to new markets and channels, and additional owned brand launches, including new sports hydration brand 'PACE' created and launched with Australian cricket captain, Pat Cummins.

Collaborative partnerships with manufacturing partners in UK and Europe has delivered a transition to full local production. This is driving the step change in margins for our International Division, allowing acceleration of expansion and innovation.

With clear values and a well-defined ESG agenda, the business has recently achieved B Corp certification as it strengthens its impact credentials with customers and consumers.

Our team's flexibility, adaptability and agility has enabled the business to react quickly, whilst driving collaborative and margin enhancing partnerships with our customers, distributors and suppliers in a dynamic and changing environment.

Together, we are set to achieve big goals including additional scope for further acceleration via our NEW brands and continued international expansion.

We invite you to increase your equity participation or take this opportunity now to become an investor in Goodness Group Global and enjoy making an impact with Brands that Taste Good and Do Good.

Troy and Drew



2.1

Company Details

This offer of shares is made by Goodness Group Global Pty Ltd ACN 658 581 107 (Company).

Company name	Goodness Group Global Pty Ltd
ACN	658 581 107
Date of incorporation	5 April 2022
Registered office	Suite 503, 19 Roseby Street, Drummoyne NSW 2047
Principal place of business	Suite 503, 19 Roseby Street, Drummoyne NSW 2047
Directors	Drew Benjamin Bilbe, Troy Alexander Findlay Douglas
Company Secretary	Troy Alexander Findlay Douglas
Website	www.goodnessgroup.com
Subsidiaries	Nexba Pty Ltd ACN: 146 712 496 (100% wholly-owned) Nexba IP Pty Ltd ACN: 615 880 218 (100% wholly-owned) Nexba UK Limited Company No. 12497100 (100% wholly-owned) Remixt Pty Ltd ACN: 671 975 590 (100% wholly-owned)

2.2

Our Business



Consumers want healthy drinks,
less sugar and great taste.

Our Goodsweet 'intel-chip'
enables naturally sugar free and
functional drinks that taste good
an do good.



Established in 2010, the Company has evolved to Goodness Group Global, a leading 'better-for-you' house of brands.

GGG is building a resilient business strategy through a multi-market, multi-channel, multi-brand portfolio of great tasting products.

GGG is underpinned by Nexba®, an iconic Australian owned brand and powered by our all-natural, plant-based, Goodsweet® sweetener.

Together, we are creating, marketing and selling brands and products that Taste Good and Do Good, one sip at a time. Nice!

2.2.1

Meet the Founders



Nexba and Goodness Group Global began when brothers-in-law Drew and Troy decided that the Aussie drinks market needed to wake up and get healthy...

Drew was fresh back from traveling and had enjoyed naturally sweetened and delicious homemade iced teas on sunny Mexican beaches and wanted to bring that experience home. Together the two Aussie boys turned an idea into reality and within six months were selling ice cold Nexba iced teas on Bondi....

Today Drew oversees Goodness Group and Nexba's Aussie sales and operations, including manufacturing, warehousing, logistics, procurement and product development. He is passionate about innovation, customer service and creating beverages that taste good and do good, and bringing feel-good enjoyment to all.

Troy oversees brand marketing and the global expansion strategy, bringing his energy for innovation, delighting consumers and a hard work ethos to expand the brand portfolio beyond Australia.

The founders are supported by David Wallwork, CEO - International. An entrepreneurial, self-motivated and experienced business leader with a proven ability to create, build and exit a branded drinks business. David brings over 30 years of blue-chip and entrepreneurial experience to the senior team.

2.2.2

Our Growth Story



2.2.3

The Big Trends

There's nothing artificial that beats the natural way of life.



Rejection of Sugar

- Sugar is the enemy and sugar avoidance behaviour has now entered the mainstream
- Eating well and living a healthy lifestyle unites people across life stages > amplified by COVID



Desire for all Natural

- Movement towards products that are natural, with a shift away from products containing artificial ingredients and other nasties
- High quality, real food ingredients that align with overall wellness goals



Seeking Authenticity

- Consumers are seeking authentic brand experiences – from the taste experience through to the way brands present themselves
- Heightened focus on transparency, with consumers seeking to understand where and how products are made, and where ingredients are sourced from



Doing the Right Thing

- Conscious consumption will shape the future of packaged food and beverages
- Younger generations in particular have higher expectations than ever before for brands to deliver purpose beyond profit, whether it's about sustainability or community impact
- Rise of B Corporations



Value Add Functionality

- Packaged beverages are about more than refreshment, consumers are seeking value added benefits
- Digestive health support
- Mood enhancement
- Cognitive performance
- Energy

Millennials and Generation Z are on track to become the largest generation of consumers this year, bringing with them greater expectations of brands and retailers for sustainability practices.

Source: Forbes

2.2.4

Doing it Right

Brands

We believe life is best when you're happy and healthy, but being healthy doesn't have to be boring, in fact, feel good enjoyment is what we're all about!

Our delicious products are all natural, great tasting and have no added sugar. Our portfolio provides consumers with positive choices that are enjoyable, convenient and accessible to all.

People and Community

Our lead brand Nexba is an Australian success story founded by two brothers-in-law on a mission to bring positive change.

Through Goodsweet we've removed over 7 billion grams of sugar from global diets and will build on this through our Goodness Group Global platform.

Our crew are a passionate bunch, living and breathing our values to bring about positive generational change.

Planet

We recognise the crucial role that we and our consumers can play in building a path towards a more sustainable and prosperous future. We will continue to take steps to minimise our impact as we build our global business.

Proudly
certified since
Dec 2023

Certified

Corporation

2.2.5

Our Goodsweet Solution

Goodsweet®

Our products are underpinned by Goodsweet®, our patented Great Tasting, All Natural, Plant-Based Sweetener blend.

Consumers, retailers and governments are increasingly focused on health and wellness with rejection of both sugar and artificial sweeteners driving our core growth and NEW Brand opportunities. All brands and products uniquely underpinned by our proprietary natural sweetener, Goodsweet®.

Goodsweet® – Tastes like Sugar, Zero Calorie, 100% Natural and exclusive to Nexba and Goodness Group Global.



'Do Good' Impact

7,420,252,786*

Together we've removed over 7 billion grams of sugar from global diets... and counting!

*As of 29 August 2024



2.2.6

Our Group Ambassador Pat Cummins Joins the Family

With **2.6M Instagram followers** Pat is a leading sports influencer in Australia and beyond, working with global brands.

“Good health and wellbeing have always been an important part of my life. Partnering with Nexba and Goodness Group Global allows me to extend that passion and make a real impact in the lives of people by promoting healthier alternatives to sugary and artificially sweetened drinks.”

“Nexba and Goodness Group Global share my vision of creating positive change, and I'm excited to be part of a team that is dedicated to removing sugar and artificial ingredients from consumption.

As an athlete, I understand the importance of fueling our bodies

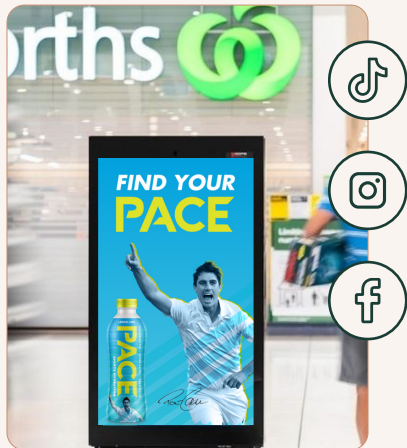
with nutritious and all natural foods. With Nexba and Goodness Group Global, we're not only offering drinks that taste good but also contributing to our overall well-being. It's an incredible opportunity to be part of this movement and to inspire others to make healthier choices.”



2.2.7

Our Marketing Approach

PAID MEDIA



- Drive brand awareness across portfolio
- Proximity out-of-home at key locations
- Brand specific targeted digital marketing plan

PR & INFLUENCERS



- Pat Cummins ambassador focus, social media coverage with 2.6M million reach
- Social influencer partnerships
- Brand partnerships

SAMPLING & EVENTS



- Driving trial through occasion led sampling – being at the moment of need
- Brand aligned event sponsorship

SHOPPER ACTIVATION



- Shopper marketing program focused on driving foot traffic & maximising trial
- Retailer rewards offers
- Retail activation partnerships

2.2.8

Our Engaged Community

Our Group Brand Ambassador
and Australian Legend

Pat Cummins
Aussie Cricket Captain



Our Engaged Community of
Passionate Fans - Over 40K
across our Social Platforms
Globally



Our Influencer advocates
- reaching wide Global
Communities through active
engagement

Let's Get Big

2.3



2.3

Business and Revenue Model

Goodness Group Global is positioned to achieve the Business Strategy based on steady volume growth and margin improvement in its home market (Australia) and continued expansion internationally, through Europe and Asia.

Goodness Group Global has invested significant capital to be uniquely positioned to capitalise on ongoing market growth with our Brands and market Distribution partners.



Home Market – Australia

Powerful multi-year relationship with key retailers COLES and WOOLWORTHS based on national distribution of winning brand NEXBA and continuous partnership in innovation.

PLUS - new partnership with MONDE NISSIN giving NEXBA access to 30,000 Independent Grocery, Convenience and Fast Food stores via a network of a 75 strong sales team.

PACE Rapid Hydration, supported by Pat Cummins, launched in July 2024. This revolutionary product redefines hydration, setting a new standard for performance.



International – UK and Europe led

Managed locally from London, UK, our network of International Distributor partners are specialists in delivering fast-growth for international and innovative soft drinks brands in their markets.

Supported by our local team of industry experts our partners are building fast across multiple channels with Nexba now available in 15 markets servicing over 250 million consumers.

2.3.1

Snapshot of Goodness Group Global

01

Leading, naturally sugar free and functional beverages in a fast growing global market

Consumers are gradually shifting towards sugar-free, all natural alternatives and healthier functional drinks. Traditional soft drinks companies focus on cost minimisation vs delivering better-for-you for consumers.

The Kombucha category continues to grow fast as part of a wider trend with ⁽¹⁾Global Functional Drinks Category forecast to grow at 7.5% CAGR to \$540BN by 2030 and Global Kombucha Drinks Category forecast to grow at 15.7% CAGR to \$14.9BN by 2030.

04

Proven Brands and Products

Nexba, Australia's iconic functional and healthy drinks brand, now scaling globally. Plus an emerging and fast growing portfolio of category redefining better-for-you beverage brands.

As the Business builds its house of brands, GGG is leveraging existing and emerging international partnerships to drive distribution and scale across the Business' channels and markets.

02

Goodsweet® sweetener: GGG's proprietary IP

Goodsweet® is GGG's proprietary all natural, sugar-free sweetener blend. Consumers, retailers and governments are increasingly focused on health. Rejection of sugar and artificial sweeteners is becoming increasingly prevalent, improving the opportunity for growth and new opportunities as a natural sweetener and ingredient brand.

05

Strong Platform to deliver Business Strategy and Growth

Ranged in over 4000 grocery stores in 16 international territories including Australia Nexba is well established as a leading functional and healthy drinks brand with extensive scope for further growth.

GGG has delivered significant growth to date, has strong customer relationships with blue chip retailers in the markets it operates in, and has a clear and credible global growth plan to deliver over the forecast period.

03

Expansion to Goodness Group Global

In 2023 Nexba Pty Ltd expanded to Goodness Group Global Pty Ltd with an ambitious strategy of "Creating positive change with brands that taste good and do good". Using GGG's fast-to-market innovation model built on customer collaboration and new strategic partnerships, GGG is building an exciting portfolio of brands and products.

06

Highly Experienced Team for Growth

Founding team with 14 years experience building the business supported by highly experienced international business lead, a strong local management team and backed by major investors and entrepreneurial leaders.

⁽¹⁾ Functional Drinks Market - Global Industry Assessment and Forecast (<https://www.vantagemarketresearch.com/industry-report/functional-drinks-market-2187>)

2.4 Business Strategy

Goodness Group Global has validated three major pillars to build our 'best in class' beverage platform with the aim to drive both growth and profitability over time.

3 MAJOR PILLARS AIMING TO
DELIVER SAVINGS, REVENUE,
AND MARGIN EXPANSION IN
GGG BUSINESS STRATEGY



1. Our Brands

Expand into new categories with consumer led innovation to drive volume and efficiencies across operational overheads.



2. Strong Distribution

Expand into new customers, sales channels and international markets; cross-sell portfolio brands to existing customers and distributors.



3. Operational Improvements

Optimise portfolio, price and promotions; build internal/ JV operational efficiency and capability, enhanced efficiency, and manufacturing synergies through vertical integration over time.

2.4.1 Our Brands

Iconic Nexba Brand Tackling Kombucha and Functional Healthy Soft Drinks



100% Naturally
Sugar Free



Effective Probiotics
for Good Gut Feels



Best In Class Taste



Plus Nootropics, Water Kefir and NEW
Prebiotic Nexba Better Soda



2.4.1 Our Brands

Nexba Better Soda

Upgrade your sips
with a Better Soda.

Your fizzy sidekick
for a strong
wellness game.

- +prebiotics for good gut feels
- +vitamin C to boost immunity
- +all natural and sugar free



2.4.1 Our Brands

PACE Rapid Hydration

PACE has been formulated to replenish the body and replace what you lose during and after exercise.

Australia's national Cricket captain **PAT CUMMINS**.

With 2.6M Instagram followers Pat is a leading sports influencer in Australia and beyond (India, South Africa, U.K.), working with global brands.



2.4.1 Our Brands

The Good Brekkie

Natural Nourishment.

The Good Brekkie is all natural with no added sugar and packed with protein, vitamin c and calcium for a wholesome on the go snack.

- Natural Ingredients
- No Added Sugar
- Drink Good. Do Good.



2.4.1 Our Brands

Remixt Party Punch

Remixt delivers amazing taste, lower calorie alternatives to wine and pre-mixed cocktails with a cool vibe and party attitude.

Premixed wine fruit punch

Great tasting, convenient and unique

We've teamed up with the best local DJs to curate playlists that sync seamlessly with each remixt® flavour.

Scan the QR code for your party playlist!



Scan Me



2.4.2 Strong Distribution Australian Footprint

Full National Distribution in Coles and Woolworths plus expansion into new 'beyond grocery' channels including partnership with Monde Nissin for independent Grocery.



BETTER-FOR-YOU



SOFT DRINKS



MIXERS



NOURISHMENT ON THE GO



PRE-MIXED COCKTAILS



SPORTS DRINKS



AUSTRALIA

\$16.6M Net Revenue
achieved in FY24

Expanding Aussie channels

Monde Nissin partnership in place driving sales beyond core grocery in Australia.
75 strong sales team covering call base of 30,000 outlets.

GGG continues to drive value for its retail partners by delivering attractive innovation for consumers in core and emerging categories including bespoke exclusive ranges

2.4.2 Strong Distribution

Growing International Reach

Set out below are the retail stores where customers can access our products in Europe

UK Petty Wood	FRANCE TBA	NETHERLANDS Lekker Fris	NORWAY Alpha Brands	FINLAND Servaali	IRELAND TBS

INTERNATIONAL

\$3.0M Net Revenue
for FY24



Now available
to over 250 million
customers!

- Contract in Place
- Nexba Available
- Negotiation Ongoing

2.4.3 Operational Improvements

Actions taken to unlock domestic and global growth

FY24 ending 30 June 2024:
GGG implemented major changes to reduce costs and step change margin.

Business Strategy is focused on Nexba growth and launch of new brands including PACE, The Good Brekkie and Remixt. GGG is also set to achieve growth via new market expansion.

Group Margin Improvement:

- Nexba Business Volume Growth across both business divisions
- Procurement Projects to reduce cost of goods sold whilst maintaining quality

AUSTRALIA DIVISION

- ✓ Significant operational overhead reset and cost reduction
- ✓ The Business has optimised product formats to increase category margin and improve category value for consumers
- ✓ GGG has step-changed category performance through data led insights on promotions

INTERNATIONAL DIVISION

- ✓ Operational shift to UK and European manufacturing transforming International Gross Margin*
- ✓ Continued roll out to European markets leading with Nexba Kombucha Cans and 1L recycled PET range

* vs previous Importation from Australia to UK during launch phase

2.5 Our Team

213 Years of Experience

65 Years with Nexba
Goodness Group Global

DIRECTORS



17
14



Drew Benjamin Bilbe
Co-Founder, Co-CEO, Director

- Brand Platform
- Strategic Partnerships
- Product Innovation
- Goodsweet, Procurement and Manufacturing expansion

With over 15 years of experience in the beverage industry, Drew oversees Goodness Group and Nexba's operations, including manufacturing, warehousing, logistics, procurement, and product development. From a tertiary education perspective, Drew holds a Bachelor's degree in Civil Engineering from University of Technology Sydney. Drew is passionate about innovation, creating beverages that taste good and do good, and bringing feel-good enjoyment to all. His vision is to create change for good, one sip and bite at a time, by building a healthier lifestyle and a sustainable future for our consumers and our planet.

Awards

In 2017, Troy was named on the Forbes Asia list of top 30 under 30 entrepreneurs. In 2018 and the previous 3 years, Troy has made Smart Company's Hot 30 Under 30 list of Australian entrepreneurs alongside Drew. NEXBA was also named the Telstra Micro Business of the Year in 2015 and in 2019, NEXBA was the inaugural recipient of the Telstra Business Alumni Achievement award. In 2019 to 2021 Troy was appointed to the Reserve Bank of Australia's Small Business Finance Advisory Panel. In 2023 both Troy & Drew were both named in Business News - Australia's Top 100 Young Entrepreneurs.



15
14



Troy Alexander Findlay Douglas
Co-Founder, Co-CEO, Director

- Brand Platform
- Strategic Partnerships
- M&A, Capital Finance
- Global Expansion

Living life by the Aussie Boys Naturally Brave mantra. With over 15 years of experience in the beverage industry, Troy oversees the international expansion strategy, infusing his passion for innovation and hard work to share their Goodsweet® proprietary sweetener and Brands beyond Australia. From a tertiary education perspective, Troy holds a Bachelor of Communications and a Bachelor of Laws from the University of Technology Sydney. Skills: Business strategy, start-ups, communications, branding, innovation, creativity and divergent thinking.



AUSTRALIA AND GROUP DIVISION



18
7

Dan Talbot
Operations Director



15
3

Michael Williams
Head of Sales



23
1

Charlotte Petris
Chief Financial Officer



10
8

Taylor Kotlarczyk
Brand & Marketing Manager



INTERNATIONAL DIVISION



31
6



David Wallwork
International CEO

- International Growth and P&L
- Brand Development
- Growth Strategy
- Category Development



37
3

Jaap Matthijsen
European Ambassador



23
5

Laura Davis
Grocery Ambassador



24
4

Pete Talbot
Head of Operations

2.5.1

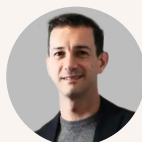
Empowered by Advisors and Shareholders

Founders and management team supported by high calibre advisors and seasoned industry veterans who share our vision.

Advisors



Phil Baldock
Former President
of Beam Global



Steve Maarbani
CEO
VentureCrowd



Peter Sinclair
Former CMO CUB



Adrian Hondros
Managing Director
Hondros Consulting

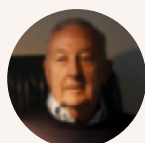


Dennis Lear
Director and Owner
Oxley Advisers and
Shareholder via
Associated Entities



Marek Ristwej
Principal
Marque Property
Holdings

Advisors



Malcolm Bush
Nexba's Export advocate
within Govt and AUSTRADE.
Helped take Gloria Jeans
into over 40 Countries



Mike Still
Experienced NED, Board
Advisor, Risk Advisory
and Executive Coach



Joey Tabone
Sustainability Leadership
Consultant providing
advice on responsible
business, ESG and climate
change



Ian Deste
Ex VP Sales and
Marketing UK at CCEP



Shareholders



David Vaux
Leading Healthcare
Entrepreneur



John Bacon
Founder and
Former Chairman
of Link



Anjelique Ristwej
Principal
Marque Property
Holdings

Actively supporting International (INTL) Division roll out

2.5.2

Group Structure



2.6 Capital Structure

As at the date of this Offer Document, the Company has 38,489,409 ordinary shares on issue. The Company has also previously issued 5,280,000 options and 2,328,000 employee share options.

* The Company is currently offering a maximum of 3,768,940 shares at an issue price of £0.46 per ordinary share hosted by Crowdcube Capital Limited. The legal title of the Shares will be held by Crowdcube Nominees Limited.

Table 1 below sets out the issues capital of the Company before the offer.

Table 1: Issued capital of the Company before the Offer

Shareholder	Share Type	Shares	%	Options	%
Founder Shareholders	Ordinary	17,800,002	46.25%		
Perpetual Nominees Limited	Ordinary	14,926,348	38.78%		
Investor & Other Shareholders	Ordinary	5,763,059	14.97%		
ESOP (Issued & Allocated)	Ordinary			2,328,000	30.60%
Options	Ordinary			5,280,000	69.40%
Total Shares	Ordinary	38,489,409	100%	7,608,000	100%

Table 2 below sets out the issues capital of the Company after the offer (on a fully-diluted basis)

Table 2: Issued capital of the Company after the Offer and the Crowdcube Nominees offering

Shares	Share Type	Minimum Subscription	%	Maximum Subscription	%
Existing Ordinary Shares	Ordinary	38,489,409	76.93%	38,489,409	74.69%
ESOP (Issued & Allocated)	Ordinary	2,328,000	4.65%	2,328,000	4.52%
Options	Ordinary	5,280,000	10.55%	5,280,000	10.25%
Offer Shares	Ordinary	166,666	0.33%	1,666,666	3.23%
Crowdcube Nominees Limited*	Ordinary	3,768,940	7.53%	3,768,940	7.31%
Total Shares	Ordinary	50,033,015	100%	51,533,015	100%

2.6.1 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 had previously adopted an Employee Share Option Plan and also has share options on issue. Set out below is a summary of the rights and liabilities associated with the securities in the Company.

Terms of Existing Shares

Before shares are issued under this Offer, the current Shareholder Arrangements in the existing Shareholders Agreement will be replicated by a replacement Constitution suitable for a widely held business. This replacement Constitution is scheduled to be adopted by the company ahead of the close of this Offer.

The current shareholder deed/agreement contains the following terms which will be incorporated into the replacement Constitution:

- The Constitution includes a definition of a "Shareholder Majority" which means a shareholder with an equity proportion of 40% or more (including Founder Shareholders).
 - The Shareholder Majority concept relates to:
 - Shareholder reserved matters regime ie provisions requiring a "Shareholder Majority" which is a resolution approved by 40% or more of the votes cast on a resolution by the Shareholders.
- Voting Rights: Each shareholder has one vote on a show of hands and, on a poll, one vote for each share held.
- Dividends: All shareholders have a right to receive any dividends declared and paid by the Company.
- General Meetings: Directors may call a shareholder meeting at any time.
- Pre-emptive Rights on New Capital Raised: Existing shareholders have a right to any new shares offered in proportion to their shareholding and any share issue not taken up by other shareholders so offered.
- Restrictions on Sale or Transfer of Shares: Shares may be transferred to third parties only where they have been offered to existing shareholders in proportion, and any share issue not taken up by other shareholders so offered (also in proportion).
- The Company has the discretion to approve and power to refuse a transfer of shares to a third party.
- Drag Along Rights: These exist on the holder or holders of Shares which represent at least 40% of the issued share capital of the Company which must include the Founder Shareholders.

Terms of All Shares and Offer Shares

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. The replacement Constitution will include the above high-level rights as also discussed in Section 3.3. A copy of the Company's replacement Constitution is available on the Intermediary's platform.

Employee Share Option Plan (ESOP)

The Company previously implemented an employee share option plan (ESOP) to attract, retain and incentivise key employees. As at the date of this CSF Offer Document, the Company has issued and allocated a total of 2,328,000 options under the Company's existing ESOP. The company will not issue and allocate any additional options under the existing ESOP.

Options

As defined in the Company's Constitution Options are rights, options or warrants to subscribe for, purchase or otherwise acquire Ordinary Shares or Convertible Securities. As at the date of this CSF Offer Document, the Company has issued and allocated a total of 5,280,000 options.

2.6.2

Sources of Financing, including Debt Financing and other Financing

Management Commentary

Since our first equity raise in 2017, the Company has financed growth via strategic use of debt facilities (institutional loans, private loans, trade and invoice facilities), grants, equity funding of \$14.4M or €8.9M, and a cumulative total of \$144.6M or €90.0M in Net Revenue (Period of 8 Years, 1 July 2016 to 30 June 2024).

Equity

As at 30 June 2024, the Company has raised approximately \$14.3M in total equity from professional investors. See Section 2.6.1 for further information on this.

Existing Working Capital Facilities

As at 30 June 2024, the Founders have loaned funds of \$1.8M in total to the Company. The table to the right outlines other existing working capital facilities.

Existing Working Capital Facilities				
Facility	Trade and Invoice Finance Facility	VentureCrowd Nominees Pty Ltd	Founder Loans	3rd Party Loans
As at 30 June 2024 See Section 2.8.1 Balance Sheet	\$2.7M	\$4.7M	\$1.8M	\$0.9M
Facility Limit	\$2.5M Invoice Finance and \$1.1M Trade Finance	As above	As above	As above
Term	Operating since 2018 Ongoing	12 months	Ongoing as required	12 months
Fees	19.08% on invoice finance for 30 days, 21.84% on trade finance FY25 and beyond assumed 10% major lender	15%	15%	\$0.2M at 15.45% \$0.7M at 17.5%
Security and State	General Securities Agreement (GSA) Provided by the Company Maturity Date: Rolling	Unsecured Maturity Date: Targeting repayment by 30 June 2025	Unsecured Maturity Date: Negotiable The Founder Loans will not be repaid with the funds raised under the Offer	Unsecured Maturity Date: Targeting repayment by 30 June 2025

2.7

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 our 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 sell our shares).

IP Protection

As a house of brands it is important to establish and maintain ownership of the intellectual property, recipes, trademarks, patents, URLs and social media handles which support our brands across our markets. We have an active policy of ensuring appropriate protection but risk cannot fully be eliminated when working with 3rd Party manufacturers and distribution partners.

Competition

As a portfolio of brands operating in competitive categories we face continuous challenges from established and emerging brands. We seek to mitigate this through strong relationships with retailers and with consumers and through continuous evolution of our brand and product offerings.

Supply Chain Disruptions

Goodness Group Global currently relies on 3rd Party manufacturers. These are independent businesses with their own operational challenges and priorities. Issues such as materials shortages, business interruptions, and staff shortages can periodically affect performance. We seek to mitigate this through forecasting, solid business relationships, and contingency supply partnerships for critical services where appropriate.

Compliance and Regulations

We operate across multiple markets and jurisdictions and use 3rd party sales partners, suppliers and manufacturers. This can create risk to compliance. We employ active strategies to select appropriate partners and to fully understand and mitigate such risks where possible.

Future Funding

Delivery of our long term business strategy will likely require raising of additional funds. We cannot fully guarantee that such funds will be available and any shortfall in funding could create risk, however we have reasonable confidence that delivery of our plan will support such fundraising as it becomes necessary.

Financial Information

2.8

Below are the consolidated financial statements of the Company and its controlled subsidiaries for the financial year ended 30 June 2024 which have been prepared in accordance with the Accounting Standards.



2.8.1 Pillars and Milestones for Growth

The business is targeting positive Group EBITDA in FY25.

FY24 has seen deliberate and strategic operational improvements including range, margin and overheads.

The Forecast Run Rate is built on the following key milestones and capability to deliver significant revenue growth and operational EBITDA over time.

✓ GGG Business Strategy incorporates:



1. Our Brands



- ✓ Growth in Australia Division driven by Existing Customers within Core Nexba Brand and expansion to NEW Brand Launches including Nexba Better Soda, PACE, Remix and The Good Brekkie.



2. Strong Distribution



- ✓ Growth in International driven by existing UK Customers and European Distributor partnerships, plus range expansion and anticipated NEW Market contracts



3. Operational Improvements

- ✓ COGS¹ savings through strategic local Manufacturing partnerships with Krynica Vitamin in Poland and Tarka in UK
- ✓ Procurement benefits through scale, product development, and network optimisation
- ✓ Efficient use of marketing and overhead expense
- ✓ Regional manufacturing of the 1L PET Kombucha format and a new can co-packing partnership in Poland have improved EBITDA in FY24 and we believe will continue to have a materially positive impact.

¹COGS – Cost of Goods Sold

2.8.2

Balance Sheet

Management Commentary

GGG has invested significantly in building the brand, product innovation and international expansion which has established a foundation for driving profitable growth going forward. This investment has been funded from a combination of private and institutional debt and equity.

An important component of the debt is our trade and debtor finance facility, with a current limit of \$3.6M to support our working capital needs as we continue to grow sales with large retailers and distributors. The Company's debt partners are committed to the longer term business strategy.

For further details of all loans please refer to the table in 2.6.2 Sources of Financing.

The founders have invested \$1.8M in personal loans to support the brand investment and expansion. The founder loans will not be repaid with the funds raised under the Offer.

ACTUAL

	FY24 (\$M)
	As at 30 June 2024
Assets	
Current Assets	
Bank	0.2
Inventory	2.1
Prepayments and other assets	0.2
Trade Debtors	1.9
Total Current Assets	4.4
Non Current Assets	
Intangible Assets	0.6
Total Non Current Assets	0.6
Total Assets	5.0
Liabilities	
Current Liabilities	
Trade Creditors	11.0
Sundry Accruals	0.8
Trade and Invoice Finance Facility	2.7
Third Party Loans	0.9
VentureCrowd Nominees	4.7
Other	0.8
Total Current Liabilities	20.9
Non Current Liabilities	
Employee entitlements	0.4
Founders Loans	1.8
Total Non Current Liabilities	2.2
Total Liabilities	23.1
Net Assets	(18.1)
Equity	
Current Year Earnings	(4.9)
Equity Raising costs	(0.1)
Retained Earnings	(27.4)
Share Capital	14.3
Total Equity	(18.1)



2.8.3 Profit and Loss Statement

Management Commentary

Setting up for scale in FY25

The business is targeting positive group EBITDA in FY25.

Below is a summary of key revenue and margin drivers that will benefit the business going forward:

- Launch of new brands and range extensions (including Nexba Better Soda, PACE, The Good Brekkie, Remixt) based on secured distribution and product ranging. PACE is secured for distribution in Petrol and Convenience retailers from October 2025.
- Investment in manufacturing capability in UK & Poland during FY24, leading to improved future gross margin for the European markets. Previously this has been shipped from Australia incurring higher costs.
- A focus on international market expansion with enhanced gross profit.
- Operating investment, including a transition from glass format to lower cost cans format.
- Market comparable price rises.
- An optimised promotional program has been implemented for FY25, expected to result in increased gross revenue and margin.

ACTUAL

FY24 (\$M)

For the 12 months ended 30 June 2024

Gross Revenue	24.7
Total Trade Spend	(5.1)
Net Revenue	19.6
Total COGS	(13.8)
Direct Margin	5.8
Warehousing and logistics	(2.4)
Gross Profit	3.4
Marketing	(0.7)
Other Opex	(5.3)
Operational EBITDA	(2.6)
Depreciation	(0.1)
Operational EBIT	(2.7)
Interest & Capital Costs	(2.2)
Profit / (Loss) Before Tax	(4.9)
Tax	0
Profit / (Loss) After Tax	(4.9)
Key Ratios (%)	
Direct Margin	29.6%
Gross Profit margin	17.3%



2.8.4

Cash Flow Statement

ACTUAL

FY24 (\$M)

Operating Activities

Receipts from customers	19.7
Payments to suppliers and employees	(13.4)
Cash payments for other operating activities	(4.5)
Net Cash Flows from Operating Activities	1.8

Investing Activities

Payment for property, plant and equipment	-
Other cash items from investing activities	-
Net Cash Flows from Investing Activities	-

Financing Activities

Other cash items from financing activities	(1.8)
Net Cash Flows from Financing Activities	(1.8)

Net Cash Flows from Financing Activities 0.0

Cash and Cash Equivalents

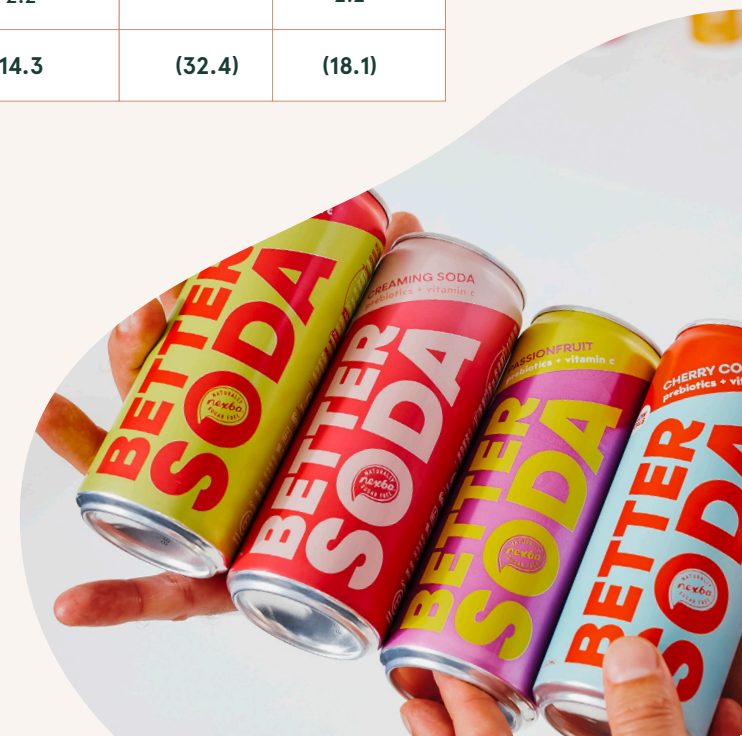
Cash and cash equivalents at beginning of period	0.2
Net change in cash for period	-
Cash and cash equivalents at end of period	0.2

2.8.5

Statement of Changes in Equity

ACTUAL

(\$M)	Share Capital	Retained Earnings	Total Equity
Opening 1 July 2023	12.1	(27.5)	(15.4)
Profit (loss) after tax		(4.9)	4.9
Increase (decrease) in equity	2.2		2.2
Closing 30 June 2024	14.3	(32.4)	(18.1)



2.8.6

Management Comments on Historical Performance and Outlook

Net Revenue in FY24, 1 July 2023 to 30 June 2024, was \$19.6M AUD or €12.2M. Following new customer wins and new brand and market launches we are well positioned to deliver revenue growth in FY25 based on continuing to implement our Business Strategy.

Over the last two years our partnerships with new manufacturers in Europe have supported a step change in profitability. This has led to improvements in net margin in our international division during FY24. In our home market, growth into new trade channels through a major new distribution partnership and the launch of new brands has yielded new revenue streams.

We have expanded our international footprint with new territories and have maintained and built upon existing customer relationships in our key markets. Additionally our close control of operating expenditure has seen net margins improve significantly year-on-year.

With the funds raised we will continue to implement our strategy and plans towards achieving our aspirations; these actions are focused on:

- Supporting rate of sale and repeat purchase of our existing brands and products
- Winning new customers and new international markets
- Launching new better-for-you products and brands
- Continuing to minimise our impact on the planet and invest in sustainability
- Enhancing margins through cost management and strong supplier partnerships

We expect to deliver significant growth in FY25 and to move into positive EBITDA profitability in the near term as our team execute on our growth strategy.



Information About the Offer

Section 3



3.1

Terms of the Offer

The Company is offering up to 1,666,666 shares at an issue price of \$0.90 per share to raise up to \$1,500,000.

The key terms and conditions of the Offer are set out in the following table.

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.

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	DETAIL
Shares	Fully-paid ordinary shares
Price	\$0.90 per share
Minimum Subscription	\$150,000.00
Maximum Subscription	\$1,500,000.00
Opening Date	10 September 2024
Closing Date	3 October 2024

3.2

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
Australia Working Capital	\$31,800	\$318,000
International Working Capital	\$92,100	\$921,000
Marketing Investment	\$14,850	\$148,500
Offer Costs	\$11,250	\$112,500
Total	\$150,000	\$1,500,000

Australian Working Capital includes and is not limited to finance costs, innovation and product development costs, packaging and ingredient procurement, people overheads, general overhead for the Australian Division.

International Working Capital includes and is not limited to finance costs, innovation and product development costs, packaging and ingredient procurement, people overheads, general overhead for the International Division.

Marketing Investment includes and is not limited to trade, promotions, sampling and other marketing activities.

The Offer costs includes 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 Birchall Financial Services Pty Ltd (Intermediary). The Offer costs are exclusive of GST.

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 short-term objectives over the next 18–24 months.

If this CSF offer is unsuccessful or 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 12–18 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 sales and marketing and production activities and continue to focus our cash resources on supporting core growth.

3.3 Rights Associated with the Shares

Immediately after issue, the shares under this Offer will be fully-paid ordinary 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's 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, 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).

All dividends in respect of shares must be paid in proportion to the number of shares held by the shareholders.

3.3.3 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. Holders of fully-paid ordinary voting shares rank [ahead/behind] other classes of shares (if any).

3.3.4 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 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.

(a) The quorum for a general meeting of Shareholders will be two or more Shareholders collectively holding at least 40% of the total issued Shares in the Company.

(b) The quorum for the adjourned meeting is two or more Shareholders collectively holding at least 40% of the total issued Shares in the Company. If a quorum is not present at a general meeting of Shareholders within two hours from the time specified in the relevant notice of meeting, the meeting is adjourned for three Business Days to the same time and place on that day.

3.3.5 Appointment and removal of directors

There must be at least one director and no more than four or such other number as the Founder Shareholders may agree in writing from time to time.

Each Founder Shareholder has the right to appoint, remove or replace one director to the Board by giving written notice of the appointment or removal to the company. On delivery of the notice the appointment or removal takes effect immediately (or, in the case of an appointment, if later, upon receipt by the Company of a consent to act from the relevant director). Without limiting rules 8.1(b) or 8.2 (of the Constitution) a director may only be appointed or removed if approved in writing by the Founder Shareholders. Otherwise:

- The company may by resolution appoint or remove a director; and
- The directors may appoint any natural person to be a director, either to fill a casual vacancy or as an addition to the existing directors, but the total number of directors must not at any time exceed the maximum number allowed under this constitution.

3.3.6 Restrictions on sale and transfer

3.3.6.1 DRAG ALONG AND TAG ALONG RIGHTS

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

- Drag rights – If Shareholders who together hold 40% of the shares (this must include the Founder Directors) on issue propose to sell all of their shares to a third party, they can 'drag' the remaining 60% 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).

3.3.6.2 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.

3.3.6.3 PRE-EMPTIVE RIGHTS ON TRANSFER

If a Shareholder provides a notice to transfer its shares (other than as a permitted disposal), the Company must first offer each other Shareholder the right to purchase those shares.

The Board may vary this procedure, provided that each Shareholder has an opportunity to acquire their pro rata entitlement to the Sale Shares and there is no material adverse impact on a Shareholder.

The Constitution also includes carve outs for CSF offers and capital raisings.

3.3.6.4 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.

3.3.6.5 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.

3.3.6.6 DISCRETION TO REFUSE TO REGISTER A TRANSFER OF SHARES

The Company has the discretion to approve and power to refuse a transfer of shares to a third party.

3.3 Rights Associated with the Shares

3.3.7 Pre-emptive rights in relation to shares

If the Board resolves to issue new Equity Financing (which includes shares, options, warrants, convertible notes or any other instrument convertible into shares), it must first offer the new Equity Financing to each Shareholder for their pro-rata participation based on their shares held and on issue, unless one of the following exemptions apply:

- The Board resolves to make a CSF offer
- The issue of Equity Financing is a public offer of securities
- The Shareholders waive (by Shareholder Majority) the pre-emptive rights provisions related to the issuance of new Equity Financing
- The Equity Financing are issued as part of an approved ESOP, option, performance rights
- The Equity Financing 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 Shareholder Majority resolution at a general meeting. The holder or holders of Shares which represent at least 40% of the issued share capital of the Company which must include the Founder Shareholders is what defines a Shareholder Majority.

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

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

3.5

Details of previous CSF offers

On 23 May 2024, the Company made a CSF Offer on the VentureCrowd Intermediary's platform.

Under that CSF Offer, the Company successfully raised 798,605 ordinary shares at a \$0.90 share price.

Under that CSF Offer, the directors of the Company were Drew Benjamin Bilbe and Troy Alexander Findlay Douglas.

Information about Investor Rights

Section 4



Information about Investor Rights

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.

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

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 www.goodnessgroup.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.

Glossary

Company means Goodness Group Global Pty Ltd ACN 658 581 107	CSF means crowd-sourced funding under Part 6D.3A of the Corporations Act	Minimum Subscription 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.	Annexures A copy of the Issuer's Constitution is available on the Intermediary's Birchal website.
Constitution means the Constitution of the Company, a copy of which is available on the Intermediary's Birchal website	Founders means the founders of the Goodness Group Global business being Drew Bilbe and Troy Douglas	Offer means an offer of fully-paid ordinary shares by the Company under this CSF Offer Document	
Cooling-off Period 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	Intermediary means Birchal Financial Services Pty Ltd ACN 621 812 646 AFSL 502618	Offer Document means this CSF Offer Document	
Corporations Act means the Corporations Act 2001 (Cth)	Maximum Subscription 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.	Retail Investor has the meaning given to the term "retail client" under the Corporations Act.	

Thank you for taking time to learn about our opportunity.

[APPLY TO BUY SHARES →](#)

We look forward to welcoming you to the Goodness Group Global family and the Nexba crew.

Cheers to that!
Drew and Troy



For more detailed sections, models, and access to our data room please contact us.

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