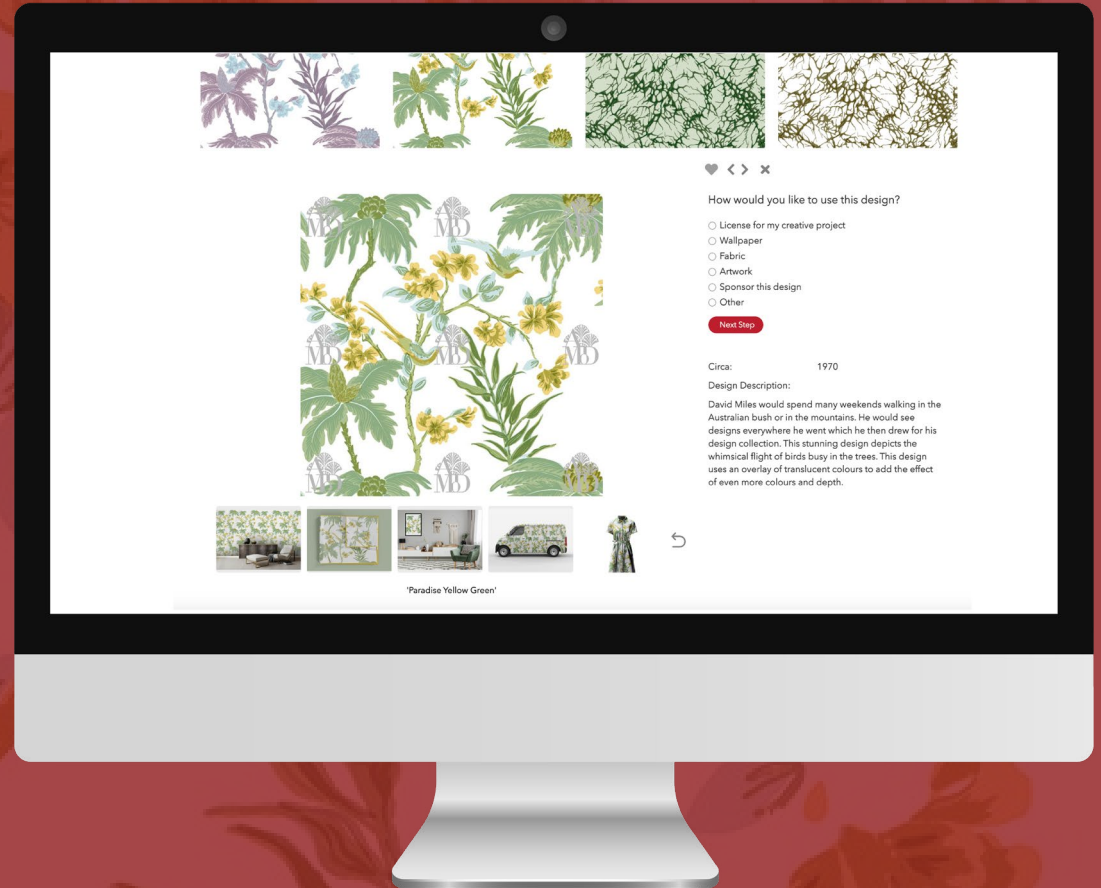




Australian  
Museum of  
Design

16 November 2023

Offer of fully-paid ordinary shares in Australian Museum of Design Pty Ltd at A\$1.00 per share to raise a maximum of A\$600,000.



## CROWD-SOURCED FUNDING OFFER DOCUMENT

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

ISSUER  
Australian Museum of Design Pty Ltd  
ACN 657 179 916

INTERMEDIARY  
Birchal Financial Services Pty Ltd  
ACN 621 812 646  
AFSL 502618

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## SECTION 1: RISK WARNING

# 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 AMoD

## 2.1: Letter & Founder from CEO

---

My name is Margaux Everett, the Founder & CEO of the Australian Museum of Design (AMoD). I am excited and proud to share with you this opportunity to invest in the Growth Phase of AMoD.

I would first like to thank all the initial investors that supported the AMoD vision during the Startup & Establishment Phase. We literally would not be where we are today without your belief in the business. I hope you were as proud as I was to see a selection of curated designs from the AMoD Collection projected onto Customs House, a prominent Sydney landmark, as a special feature of Vivid Sydney 2023 organised by Destination NSW. It was yet further independent acknowledgment of the significance of the collection and the important work we are doing, funded by a commercial business model with your support.

I reflect on the life-changing moment I first became aware of the treasure trove of more than 7,500 hand drawn designs from renowned Australian designers spanning the era from Post WWII to 2000. I remember the feeling of realising this is Australia's largest and most culturally significant design collection.

The mission became to do whatever it takes to preserve the collection and share it with the world. With the experience accumulated from having run my own digital and database marketing company for more than 20 years, I realised that digitising the collection was the solution.

My dedication to safeguarding and preserving this priceless design collection for future generations was so profound that I invested my personal income and savings into the cause. I was well aware that there were many like-minded individuals within the art and design community who shared my passion, so I embarked on my inaugural capital raise with Birchall in May 2022 and started a movement aimed at making a difference.

Looking back on the goals I had set for our first year, I am thrilled to confirm their achievement. We've done so while remaining adaptable to the ever-evolving industry landscape and the shifting demands of the market. True to my commitment, the initial year was dedicated to laying the groundwork for AMoD and commencing the crucial task of preserving our extensive design library.

I set about creating a commercial business model that would both preserve the collection and be self-funding into the future through users paying licensing fees for ready to use digital designs and sales of limited-edition artworks and other products.

## 2.1: Letter from Founder & CEO

---

**In our first year of operation we achieved the following:**

- Scanned and digitised more than 800 designs
- Displayed a curated selection of designs on Customs House for Vivid Sydney 2023 to an audience of 3.5 million people
- Secured the Florence Broadhurst license for limited edition artworks and an Agency Agreement for other opportunities
- Created an Advisory Group of industry professionals
- Created and tested several revenue generating streams including sales of limited edition artworks
- Tested international markets including the US and Hong Kong as a gateway into Asia
- Built and deployed the Digital Design Exchange (DDX) platform to house the design collection and facilitate generating licensing fees
- Created a licensing model for the use of designs worldwide

**The plan for the next 12 months, our Growth Phase, is exciting and ambitious:**

- Continue to grow the AMoD Collection such as recent additions by iconic Australian designers Collette Dinnigan AO and Akira Isogawa
- Establish licensing agreements with international manufacturers, wholesalers and retailers
- Expand revenue streams of products and merchandise
- Build a sales & marketing team to drive domestic and international growth
- Curate exhibitions and participate in events for 2024 and beyond to raise awareness of AMoD

Thank you for taking the time to consider investing in the Growth Phase of AMoD. The simple proposition is to invite investors to acquire a minority equity stake in the business of licensing these historic designs for application across various fashion and artistic mediums, both within Australia and on a global scale. The designs are irreplaceable, versatile, can be grouped and searched by themes, and in a ready to use digital form have limitless colour options and can be applied in diverse creative ways such as to produce soft furnishings, fabrics, wallpapers, posters, artworks, and a plethora of other commercial applications.

.../continued



## 2.1: Letter from Founder & CEO

The AMoD Collection has most recently been independently valued at an impressive \$11.2 million. This valuation is higher than the previous valuation and we are proud that one of the factors is that 800 of the 7,500 designs have been digitised.

As the Founder & CEO of AMoD I am passionately committed to making this business a success. I have no qualms about hitting the pavement, making crucial phone calls, attending pivotal meetings, or putting in the long, and at times arduous, hours required. Early results of this effort have already seen enquiries from several fashion houses wanting to license the designs in our library.

As a prospective investor I want you to know that you have a dedicated individual at the helm. Someone who has a deep, unwavering, commitment to the success of this venture. My aspiration is to build a business that not only serves the philanthropic objective of preserving Australia's design heritage for generations to come but also establishes a lasting commercial legacy that supports contemporary design artists today and well into the future.

You are invited to jump on board as a shareholder and not just own a piece of Australian design history but join us in breathing life into these extraordinary Australian designs and taking them to the world!

**Margaux Everett**

*Margaux*







Florence Broadhurst  
'Japanese Floral'



## 2.2 KEY INVESTOR HIGHLIGHTS

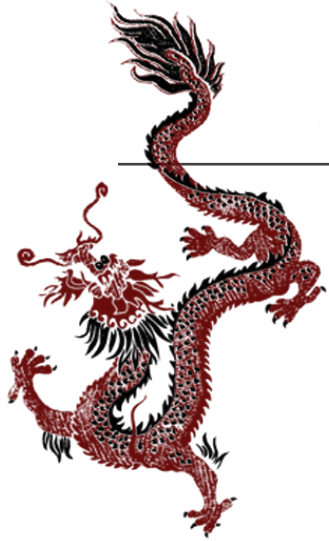
- A unique, one-of-a-kind business, taking Australia's largest and most significant design collection, more than 7,500 designs, to a global market
- The primary revenue stream is anticipated to be licensing fees, generated from designers, creatives, distributors and retailers on a global scale licensing the designs for commercial use
- The AMoD collection has been independently valued, for insurance replacement value, at \$11.2 million
- Investment funds will be used to accelerate the digitising and promotion and commercialisation of the design collection via the Digital Design Exchange (DDX) to access the US, European and Hong Kong markets
- The inclusion of Florence Broadhurst's iconic designs, under license, and the recent addition of designs from Collette Dinnigan AO and Akira Isogawa and others under current negotiation, ensures that the collection continues to grow
- Be a part of investing in a business that not only intends to generate profit but is also committed to preserving Australian design history for future generations of designers and creatives



## 2.3 Company Details

This offer of shares is made by Australian Museum of Design Pty Ltd ACN 657 179 916

Company Name:	Australian Museum of Design Pty Ltd
ACN:	657 179 916
Date of Incorporation:	25/02/2022
Registered Office:	Level 4, 828 Anzac Parade, Maroubra NSW 2035
Principal Place of Business:	31 Caroline Lane, St Peters, NSW 2044
Directors:	Margaux Everett, Emma Brown
Subsidiaries:	None
Company Secretary:	Margaux Everett
Share Registry:	Cake Pty Ltd
Website:	<a href="http://www.australianmuseumdesign.com.au">www.australianmuseumdesign.com.au</a>







**AM** | Australian  
Museum of  
Design



## 2.4 Our Business

The Australian Museum of Design (AMoD) is the sole owner of the designs in the design library and with ownership comes the IP and full control to use the designs for all purposes including licensing and sale.

As per the Designs Act 2003, ownership and IP of the designs in the AMOD library have come about via a number of actions:

1. By written words in sale and purchase agreements; and or
2. By gifting, documented in writing

AMoD is also the owner of the Digital Design Exchange (DDX) which was purpose built by Hyper Hub Pty Ltd (Hyper Hub), specifically as a database cataloguing platform for all the scanned designs. The designs are uploaded to the DDX, categorised and flagged for display via the web-interface for the general public, brands, wholesale and agents.

Hyper Hub is a digital and database marketing company and is owned by the sole Director, Margaux Everett and provides general consultancy, digital marketing, creative design, programming, website development services, and specialised database software licensing via their proprietary software Hyper Hub to AMoD.

Furthermore, when it is engaged as a third party to do further work for AMoD, all intellectual property generated will be the property of AMoD.

When Hyper Hub Pty Ltd is required to perform works or provide services to the Australian Museum of Design Pty Ltd, it will proceed in accordance with Chapter 2E of the Corporations Act where any benefit would be reasonable in the circumstances if the company and the director/related party were dealing at arm's length and/or on commercial terms; or adhered to.

The design library has been purchased by the Australian Museum of Design Pty Ltd for \$1,300,000 inc GST from Signature Prints Pty Ltd and includes the intellectual property, risk and full control. Payment of the designs will be made from revenue generated from sales to the company until fully paid, and there is no interest applied. It is anticipated the designs will be paid within a three year timeframe, however the purchase agreement has allowed a ten year period for payment.

In the event the designs can not be paid for within the ten year period and Signature Prints Pty Ltd are not willing to renegotiate the terms of payment, the designs will be returned to Signature Prints Pty Ltd who will retain the design library.



## 2.4.1 Growth of the Library

The AMoD Collection will continue to grow through various methods including:

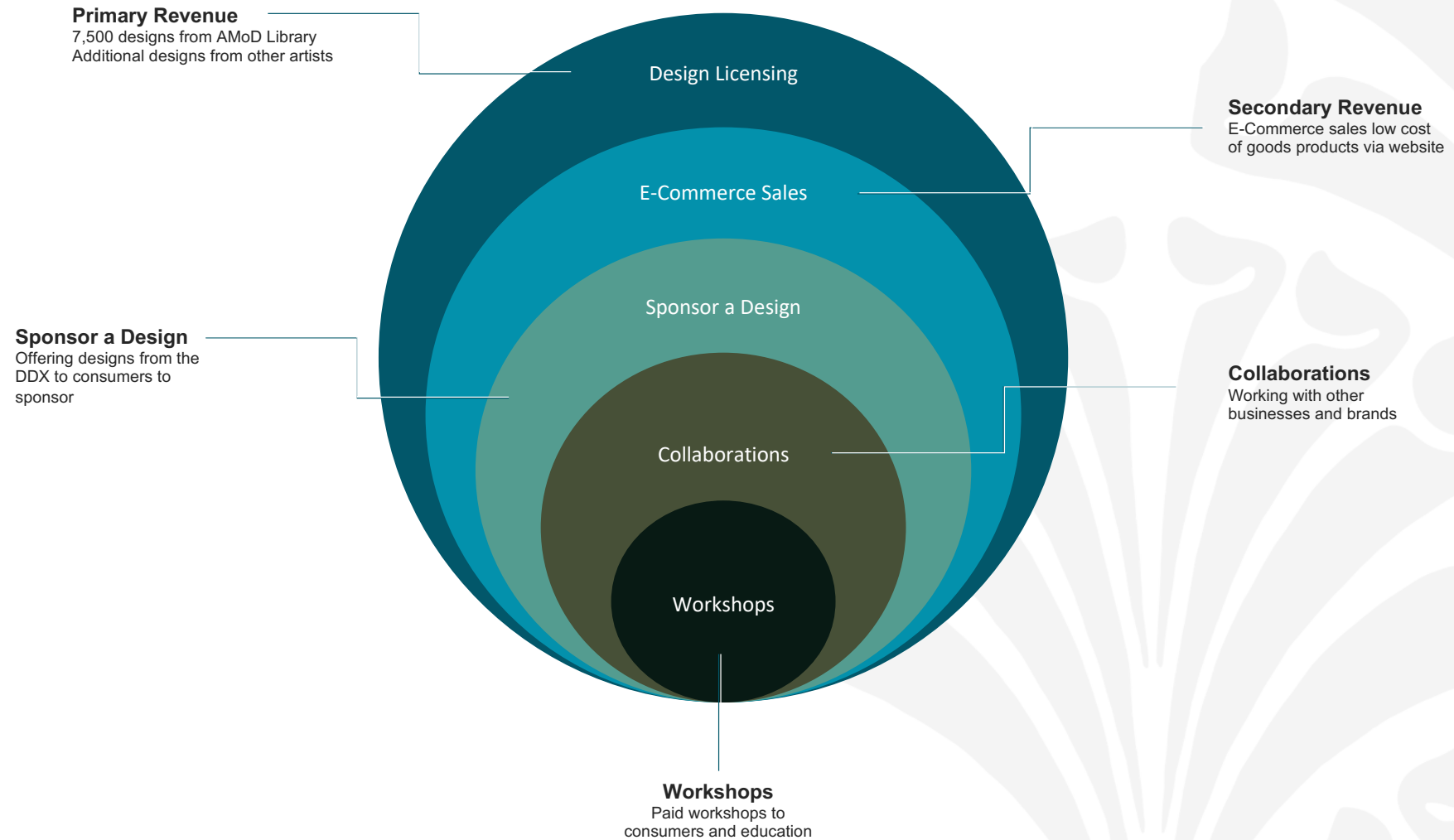
1. Gifting part of or entire collections with full control and ownership
2. Gifting part of or entire collections under license for a share from gross revenue derived from future commercial licensing
3. AMoD would purchase individual or design collections with full control and ownership
4. Restoration from damaged or destroyed designs as discovered

## 2.4.2 Key Milestone Timeline



The timeline graph is an aspiration of what we would like to achieve over the medium term.

## 2.5 Revenue Streams



## 2.5.1 Revenue Streams Description

Since our launch in 2022, our primary focus has been on digitising our designs. To ensure we are also a commercially viable entity, we created products to generate revenue that would provide the ability to continue our work in saving Australian design history and become self sustainable. During this time, we created and tested several revenue streams to refine our focus on the following areas:

### Primary Revenue - Design Licensing

This stream will be the licensing of the 7,500 designs to Fashion Houses, Interior Designers, Art Designers, Public Art Displays, Home Improvements/Renovations and other ad hoc businesses. We see this stream as the most educated in their understanding of the designs and their value for use - Refer 2.5.4. Since our launch of the DDX in June-July 2023, we have successfully licensed the designs to Destination NSW - Vivid Sydney 2023 and Signature Prints for NSW Parliament House restoration. We are currently in discussion International and Local fashion houses.

### Secondary Revenue - E-Commerce

Our E-Commerce stream for Limited Edition Art, Wallpaper, Fabric and Soft Furnishings, was launched in June 2023 as a test locally in Australia and Internationally. It has generated sales under each category, and we regularly receive many enquiries. We see this as a faster turnover of sales to consumers while we establish and nurture other revenue streams.

### Sponsor a Design

This unique program was developed and launched in July-August 2023 to generate awareness of the designs and provide a way for people to become involved with AMoD without becoming a shareholder. It is gaining momentum as a popular product with sales from people who have a passion for design and as gift giving from a philanthropic perspective.

### Collaborations

Collaborating with businesses and notable Australian designers who have also agreed to place their designs in the AMoD collection is an exciting prospect that not only validates our company and vision, but allows us to leverage off their brand to new and established audiences for potentially faster revenue.

### Workshops

People from across Australia have already signed up to attend our regularly held events at a cost of \$140 per ticket. This has proven to be an area of great demand from people interested in unique experiences and to learn the ways of traditional design drawing and how they can be used. We plan on expanding from our current capacity of 22 people per event, ten times per year. We have also demonstrated success in group bookings with schools and other tertiary facilities such as TAFE's, colleges and other government facilities.



## 2.5.2 Design Licensing Model

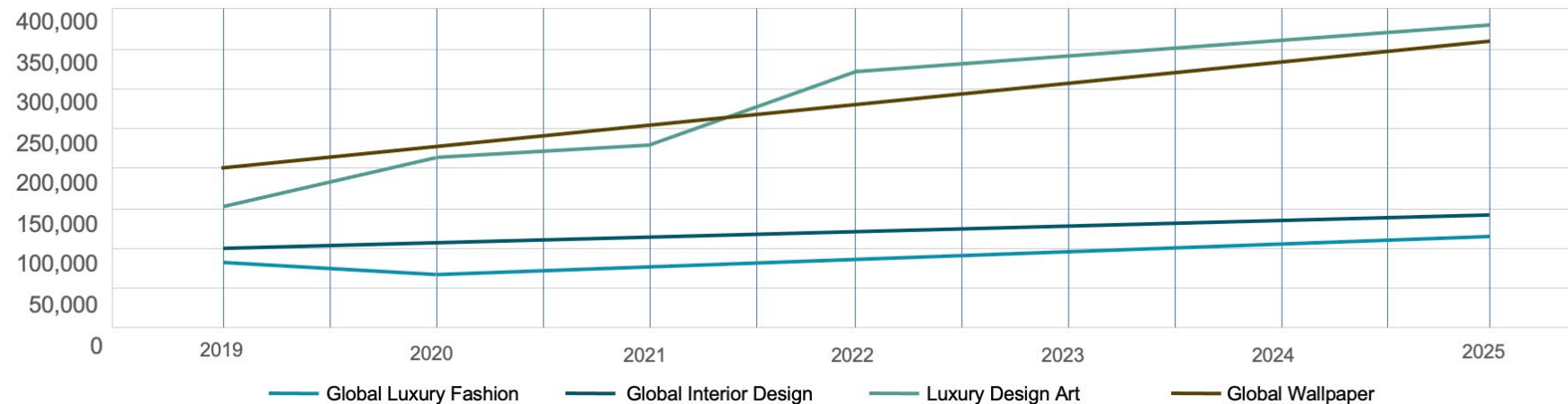
		Non Exclusive			Exclusive		
		1 Year	3 Years	5 Years	1 Year	3 Years	5 Years
Grade A Designs	Renowned Artist	4,500	13,500	22,500	10,500	31,500	52,500
	Generic	3,000	9,000	15,000	9,000	27,000	45,000
Grade B Designs	Renowned Artist	1,500	4,500	7,500	5,000	15,000	25,000
	Generic	750	2,250	3,750	1,500	4,500	7,500
Grade C Designs	Renowned Artist	850	2,550	4,250	1,750	5,250	8,750
	Generic	600	1,800	3,000	1,250	3,750	6,250

## 2.5.3 E-Commerce

		Minimum	Maximum
Limited Edition Art	Giclee & Hand Screen Printed	129	6,000
Soft Furnishings	Hand Screen Printed	129	15,000
Interaction	Sponsor a Design	950	2,550
	Workshops	140	750

Prices exclude GST

## 2.5.4 Market & Industry



The revenue of the Global Luxury Fashion market saw a significant increase to nearly 108.4 billion U.S. dollars in 2021, recovering from a slump in 2020. The Statista Consumer Market Outlook estimates that by 2025, the market will create a revenue of 132.8 billion dollars.

Source: <https://www.statista.com/outlook/cmo/luxury-goods/luxury-fashion/worldwide#revenue>

The global market value of Global Interior Design was estimated to be 509.8 billion U.S. dollars in 2020, and was expected to increase every year to reach a forecasted value of approximately 650.7 billion U.S. dollars by 2027.

Source: <https://www.statista.com/statistics/899161/global-interior-design-market-value/>

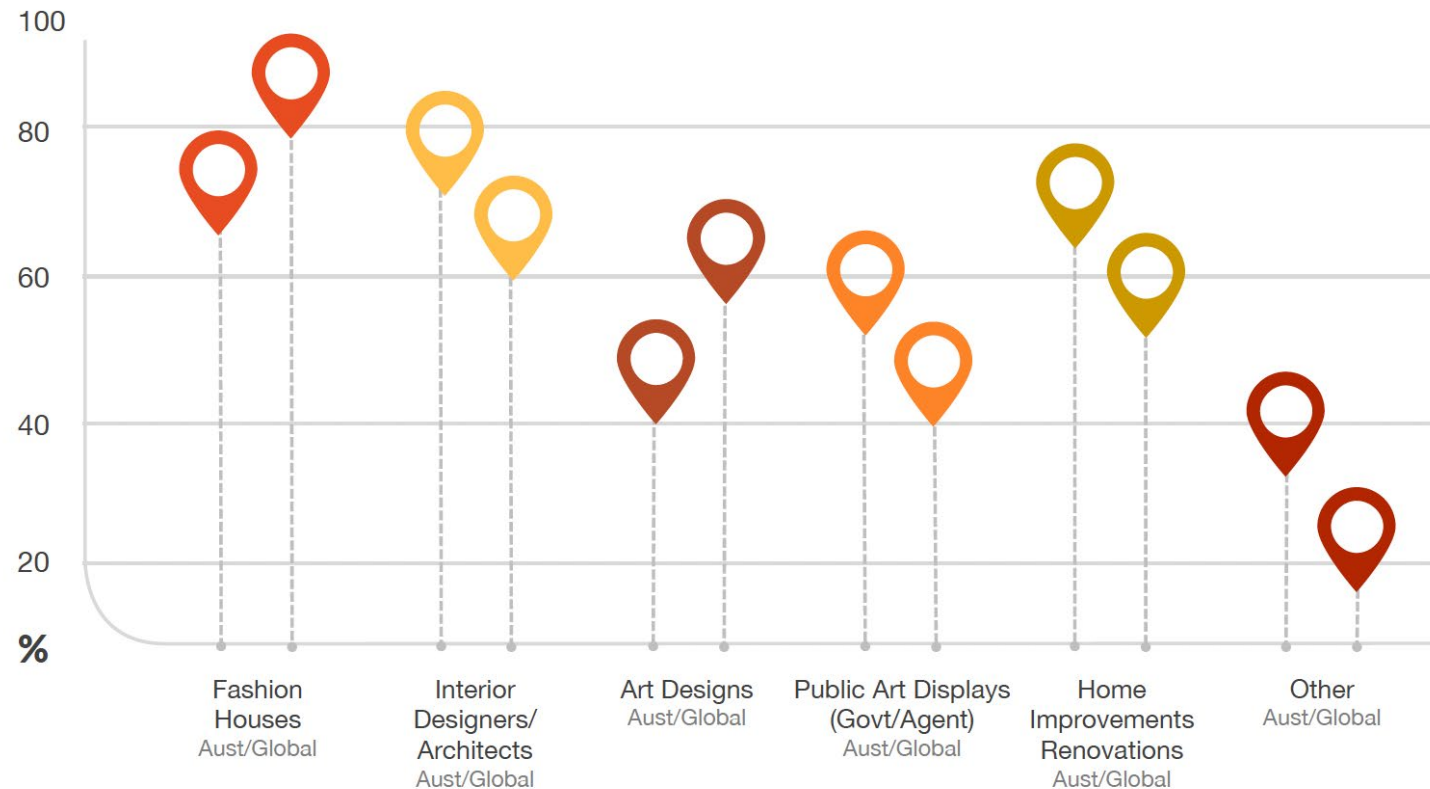
We expect the Global Design Art (fine jewellery & accessories) market to be more branded, more digital, and more sustainability-focused than ever before. For a market that has often historically been known as the opposite of those attributes, the path to 2025 is poised to send waves of change throughout the industry. Because price points in branded fine jewellery can be around six times higher than for unbranded products, competition between established luxury jewellery brands, fashion brands, and new direct-to-consumer (DTC) companies will heat up as players compete to win customers who are turning toward brands that reflect their distinct points of view.

Source: <https://www.mckinsey.com/industries/retail/our-insights/state-of-fashion-watches-and-jewellery>

The Global Wallpaper market size is expected to reach USD 2.06 billion by 2028. The prominent factors favouring the global market growth include an increase in the proliferation of customised wallpapers and their varied applications. Customization and diverse ways of applications are giving strength to the demand for the industry.

Source: <https://www.researchandmarkets.com/reports/5459616/wallpaper-market-share-size-trends-industry#src-pos-1>

## 2.5.5 Industries for Approach



Graph 2.5.5 provides a visual guide of where we believe the most opportunity is from industries locally in Australia (LHS) and globally (RHS) and where we will focus our marketing and sales efforts. This is a guide only as we will be flexible with our efforts depending on the results generated from early stage marketing and advertising - Refer graph 2.5.4

## 2.6 Value of the AMoD Design Collection \$11.2 million

Archive Name	No of Designs	A Grade	B Grade	C Grade
Signature Fabric	340	240	70	30
Signature wallpapers	260	210	40	10
Blume	122	110	10	2
Sherwood & Winduss	40	40		
National Trust	200	20	160	20
D.C Napery	200	50	140	10
Noel Lyons	45	45		
Restoration	90	90		
General	310	220	50	40
Frieze/ Border	95	80	15	
Boomwalla	2343	2043	250	50
Mercedes	600	400	150	50
Hexham	2450	1500	600	350
David K Miles	345	245	60	40
1914 Wallpapers	75	50	20	5
<b>Totals</b>	<b>7,515</b>	<b>5,343</b>	<b>1,565</b>	<b>607</b>

As at 16th October 2023

### Definition: Grade A

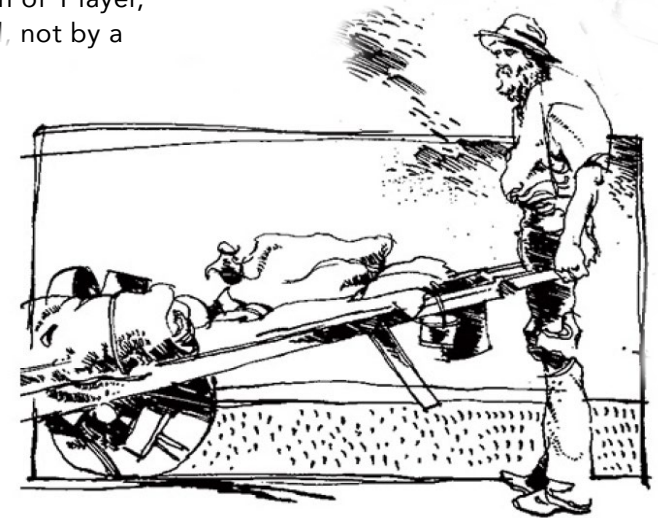
A complex design of multiple layers, intricate detail and or by a known artist.

### Definition: Grade B

A medium grade design of either 1 or 2 layers, with a more simplistic detail, which may or may not be by a known artist.

### Definition: Grade C

A basic grade design of 1 layer, with simplistic detail, not by a known artist.



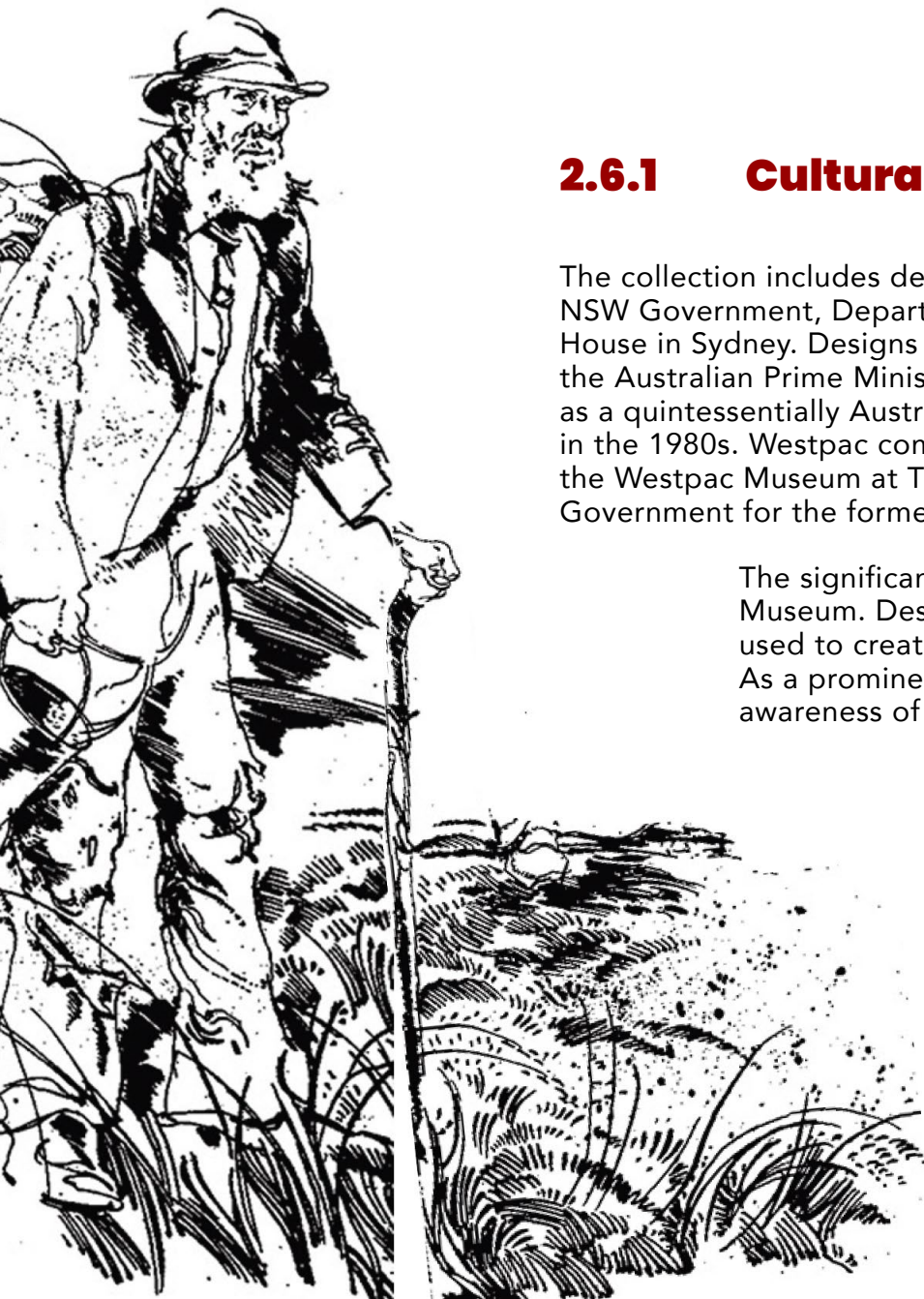


## 2.6.1 Cultural and Historical Significance

The collection includes designs that have been used in public buildings such as commissions by the NSW Government, Department of Public Works, for NSW Parliament House, and Old Parliament House in Sydney. Designs from the collection have featured on wallpaper in The Lodge, home of the Australian Prime Minister. The depth of the collection extends to containing rare designs such as a quintessentially Australian outback series of images by Lloyd Foye, commissioned by Ampol in the 1980s. Westpac commissioned layered designs to recreate early Australian banknotes for the Westpac Museum at The Rocks, Sydney. Designs were also commissioned by the Australian Government for the former President of the United States Bill Clinton for a State visit in 1996.

The significance of the AMoD collection has been acknowledged by the Powerhouse Museum. Destination NSW selected AMoD to participate in Vivid 2023 with designs used to create a dynamic illuminated show that was projected onto Customs House. As a prominent internationally recognised festival, Vivid raised further global awareness of the collection.

Designs in the collection are now highly sought after as there is a world-wide resurgence in creating a retro look and feel. Many designers and creatives want to use, and conveniently access, quality designs, textile designs of significance, and designs with distinct character. Some are wanting to produce hand screen printed wallpaper or fabrics. Designs in the collection vary from capturing a moment in culture and time to others that are seemingly elegant and timeless.



## 2.7 First Year Action Items

2023 and beyond - so far...	Achieved	In Progress	To Commence
Round 1 CSF Capital Raise - Birchal	✓		
Round 2 CSF Capital Raise - Birchal		✓	
Secure premises to use as a working gallery	✓		
Create an Advisory Group	✓		
Secure Florence Broadhurst Limited Edition Art License	✓		
Create Australia's first and largest online digital design/image licensing platform (DDX)	✓		
Secure international agency agreement for use of designs within library collection	✓		
Create a series of limited edition art - in-store and online sales	✓		
Increase artists/designs within library collection by ownership, license or agency agreement		✓	
Produce our own hand screened wallpaper using designs from our library			✓
Create AMoD Gin Brand - in-store and on-line sales		✓	
Designs from AMoD collection featured Vivid Sydney 2023	✓		
Plan exhibitions for 2024 and beyond			✓



The background of the slide is a dark teal color with a pattern of stylized tropical plants. There are large green leaves, some with yellow flowers, and a yellow pinecone-like plant in the bottom left corner. The plants are rendered in a flat, illustrative style.

# Preserving Australian Design History

The fragile designs are meticulously scanned to preserve the beautiful flaws only achieved through hand drawing. The process of digitising the original hand drawn designs and matching up the layers takes several days per design.

Many of the designs are so intricate, and without knowing what we are looking at, it takes time to match layers together till we are able to finally discover the end story.

When a hand drawn design is scanned, we discover the mental engineering of the original design.

Imagine knowing the end design will have four perfectly matched layers, and the ink is translucent so it gives the effect of 8 different colours. Simply genius.

The AMoD library is an invaluable resource for future generations of designers and creatives.

David K Miles  
**'Paradise'**



## 2.7.1 Our Achievements and accolades





## 2.7.2 Our Achievements and accolades

---

### Our activity from May 2022 - November 2023:

- Vivid Sydney worldwide exposure to over 3.5million people
- Promotion to over 60,000 unique visitors to our website and 1.1million engagements
- A database of 150,000 emails – over 1,800,000 emails sent each year
- Reach of over 1,500,000 across social media
- Profile raiser to 2,200 followers on Facebook and Instagram
- ABC News Coverage to 1,500,000 people, Channel 7 TV News, SMH Front Page
- TV interviews, radio interviews, digital program interviews
- YouTube coverage and videos to more than 5,000 viewers

### Florence Broadhurst

We have secured the license for the Florence Broadhurst designs to be used as limited edition art sales globally.

### **2.7.3 Our Acknowledgements**

---

#### **Powerhouse Museum, Sydney Australia**

The prestigious Powerhouse Museum in Sydney Australia has acknowledged the extent of our library and the work we are undertaking to preserve its' history.

#### **Collette Dinnigan AO**

Internationally acclaimed Australian fashion and design icon, Collette Dinnigan has acknowledged the extent of our library and the work we are undertaking to preserve its' history.

Collette has provided us with designs from her own library which were included as part of our feature event at Vivid Sydney and projected onto Customs House. We look forward to extending our relationship with her on future projects.

#### **Akira Isogawa**

Internationally acclaimed Australian fashion and design icon, Akira Isogawa has acknowledged the extent of our library and the work we are undertaking to preserve its' history and contributed designs to the library.

#### **NSW Parliament House**

NSW Parliament House acknowledged the authenticity of the designs from within our library, which were included as part of their refurbishment of the Legislative Council Chambers.

#### **State Government, NSW**

State Government, NSW acknowledged the value and extent of our design library by including AMoD as a feature light show presentation on the prestigious Customs House, Circular Quay Sydney to a record crowd of 3.5million people.



## 2.7.4 Media Exposure

---

**VIVid** SYDNEY

**7NEWS**  
.com.au

**CNN**

**10 NEWS**

*The Sydney Morning Herald*

**9NEWS**

**ragtrader**

 **ausbiz**

**ticker | NEWS**



## 2.8 DDX Digital Design Exchange



OFFER DOCUMENT

Signature Collection  
'1892 Medallion'

[australianmuseumdesign.com.au](http://australianmuseumdesign.com.au)

28



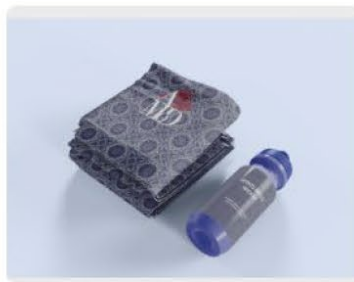
## 2.8 DDX: Platform at the intersection of design supply & demand

The Australian Museum of Design (AMoD) has developed and deployed the Digital Design Exchange (DDX) platform, specialising in offering Australia's largest and most comprehensive collection of ready to use, digital versions of original hand drawn, textile and surface pattern designs.

This virtual marketplace allows digital designs to be offered to a global audience of brands, manufacturers, fashion houses, interior designers, creatives, and other interested people. Users of the DDX can access, and license designs for commercial use under our licensing model arrangement.

As Phase One, the AMoD DDX will offer, for the first time, digital access to Australia's most significant and largest design collection of original hand drawn designs contained in this iconic collection.

At the heart of the Post War collection, predominantly from the 1960's, 1970's, 1980's, are designs by renowned artists such as Carla Zampatti, Noel Lyons, David K Miles, Lloyd Foye, and Bruce Clarke. Ongoing additions to the digital library include designs by Collette Dinnigan and Margaret Clark, and discussions are underway with other eminent Australian artists. AMoD is also proud to include, as an agent under license, designs by Florence Broadhurst.





Keyword ▼

Search



## Welcome to the Digital Design Exchange of the Australian Museum of Design

Enhance your next project, create wallpapers, make fabrics, design homewares when you select a design from our collection of original hand drawn designs by Australian artists.  
Talk with us about the colours you wish for your project and let's work together.  
Let's get started!

Show My Library 

Artist

225 designs

Genre

612 designs

Collection

963 designs

Artwork

163 designs

vivid  
sydney

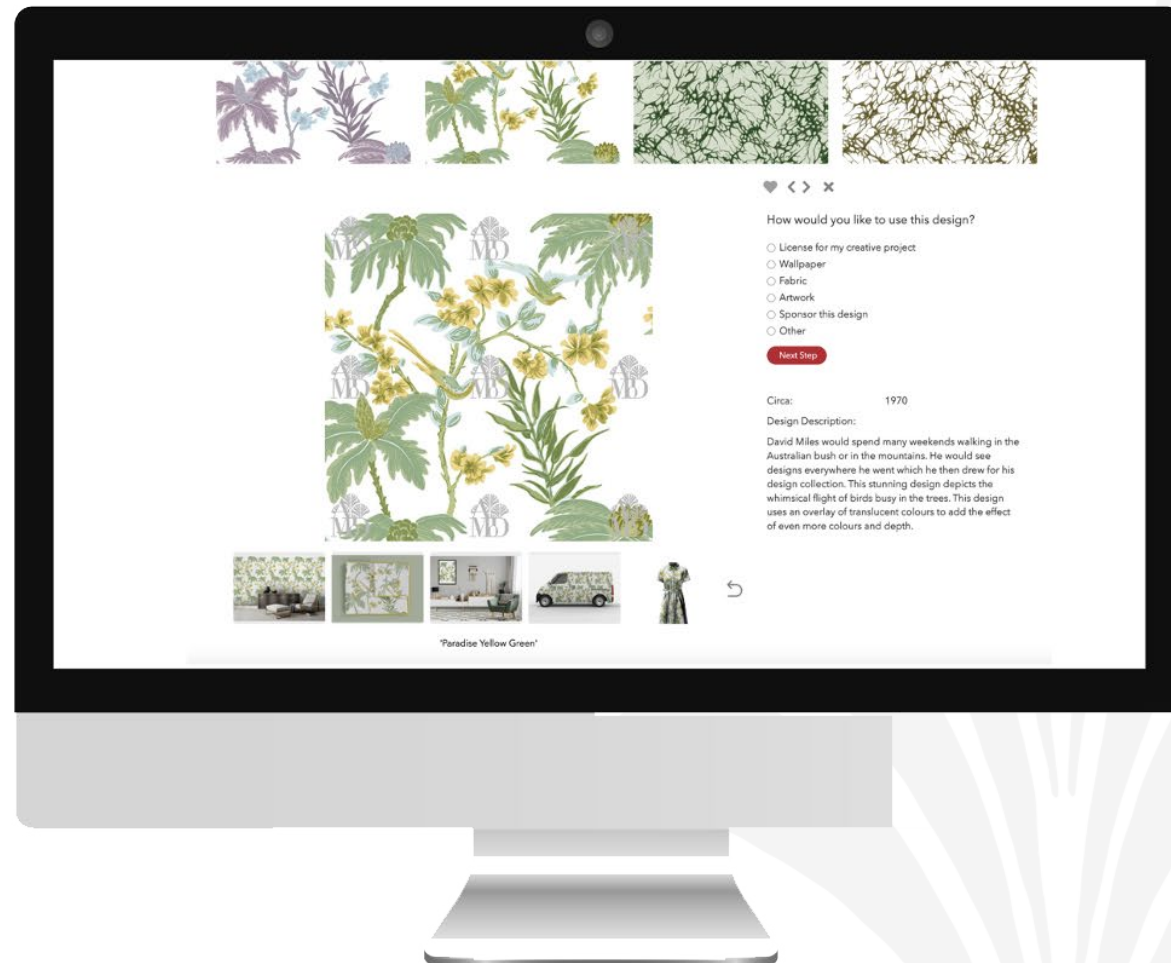
62 designs

Freize

45 designs



## Users will license designs for commercial use





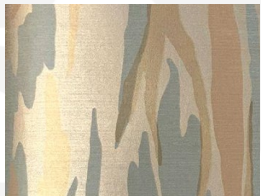
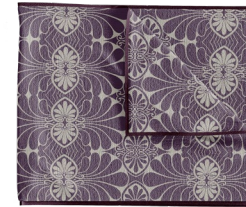
## 2.8.1 Sample of design categories for commercial use



Chamade / Geometric



Nouveau / Floral



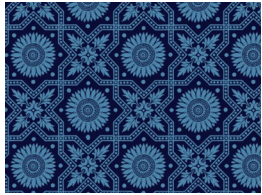
Snow Gum / Australiana



Cabbage Rose / Floral



## 2.8.1 Sample of design categories for commercial use



1892 Medallion / Geometric



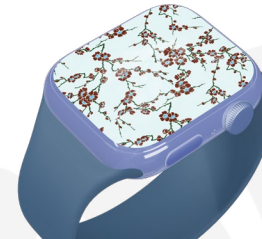
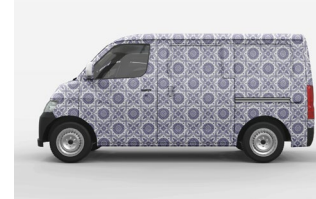
Cherrie Blossom / Chinoiserie



Cabbage Tree / Botanical

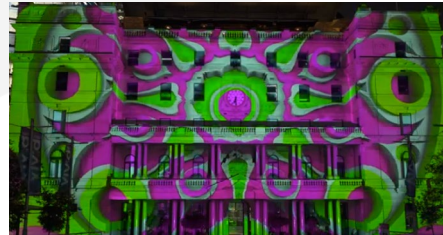
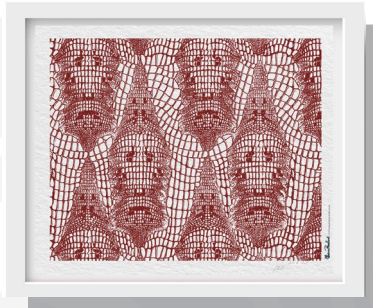


Paradise / Floral





## 2.8.2 Sample of Florence Broadhurst designs for Limited Edition Art





## 2.9 Our Customer

### Supporting Australian, ethical and sustainable businesses

#### B2B Licensing

Alcoholic Beverages  
Automotive  
Crockery & glass  
Fashion  
Homewares  
Soft Furnishings  
Stationery  
Technology & Software

#### B2B

Architects  
Creatives  
Education  
Fashion Houses  
Film & Production  
Graphic Designers  
Interior Designers  
Retailers  
Wholesalers

#### B2C

Art collectors  
Designers  
Historians  
Home Improvement  
Individuals  
The inquisitive and curious

#### Collaborations

Akira Isogawa  
Art Gallery NSW  
Collette Dinnigan  
Government Offices  
Powerhouse Museum  
Royal Easter Show  
State & Regional galleries  
State & Regional libraries  
Vivid Sydney - Destination NSW

#### Such as/in conversation with:

Ampol  
Australia Post  
Adairs  
BWS  
Camilla and Marc  
Carla Zampatti  
Collette Dinnigan  
Dinosaur Designs  
Just Group  
Laura Ashley

Lendlease Group  
Mirvac  
Moran Healthcare  
Peter Alexander  
Qantas  
RM Williams  
Stockland  
Telstra  
Woolworths  
Ruggable Rugs



Noel Lyons  
'Flight'



## 2.10 BUSINESS MODEL



## 2.10 Business Model

As a private company, we are a for-profit business without Govt funding. We have developed a business model that achieves the purpose of preserving Australia's largest and most historically significant collection of original hand drawn designs, as well as ongoing additions of designs, in a respectful and sustainable way.

We have designed and created a world first Digital Design Exchange (DDX) licensing platform which is an innovative virtual marketplace that sits at the intersection of supply and demand for digital versions of original hand drawn designs. The business generates income from B2B and B2C revenue streams. B2B includes licensing fees, collaborations and partnerships with designers, creatives, distributors and retailers on a global scale, while B2C covers direct sales via our e-commerce shop on our website.

### 2.10.1 Our Goals

#### Vision

AMoD aims to be recognised globally as the gateway portal for licensing Australia's largest and most iconic collection of designs.

#### Objectives

##### Objective 1:

Digitising the collection

##### Objective 2:

Commercialising the collection

##### Objective 3:

Foster a design ecosystem



## 2.7.2 Objective 1 – Digitising Designs

---

Digitising, maintaining, and enhancing Australia’s most significant and largest design collection comprising more than 7,500 hand drawn designs.

### Strategies:

- 1.1 Continue to digitise designs
- 1.3 Establish relationships and collaborations to add new Australian designs to the collection, offering professional designers and creatives an opportunity to sell ready to use designs to AMoD and/or earn royalties from licensing fees
- 1.4 Establish an Indigenous category within the collection to support indigenous designers and creatives
- 1.5 Establish an Emerging Designers category within the collection to support design students and emerging designers and creatives
- 1.6 Aim to increase the total number of digital designs in the collection by 10% year on year. Refer Section 2.4.1
- 1.7 Continue to ensure that the original hand-drawn designs (scrolls) are securely stored

### 2.7.3 Objective 2 – Commercialisation

---

Commercialising Australia's most significant and largest design collection by promoting access to the digital collection via the AMoD platform.

**Strategies:**

- 2.1 Implement the AMoD Marketing & Communications Strategy to raise awareness of AMoD and the DDX and e-commerce products for sale
- 2.2 Promote the AMoD DDX, opportunity to license digital designs for commercial use, as well as e-commerce products for sale, to the Australian market
- 2.3 Explore further brand collaborations and commercial opportunities
- 2.4 Explore opportunities to expand the range of e-commerce products for sale
- 2.5 Promote the AMoD DDX, opportunity to license digital designs for commercial use, as well as e-commerce products for sale, to the US and Hong Kong markets
- 2.6 Promote the AMoD DDX, opportunity to license digital designs for commercial use, as well as e-commerce products for sale, to the rest of the Asian market
- 2.7 Promote the AMoD DDX, opportunity to license digital designs for commercial use, as well as e-commerce products for sale, to the European market
- 2.8 Explore other potential international markets

## 2.7.4 Objective 3 – Foster a Design Community

---

Create a community of people and organisations passionate about preserving Australian design heritage, showcasing Australian designs to the world, and facilitating the use of Australian designs in contemporary applications.

### Strategies:

- 3.1 Continue to explore audience engagement opportunities and collaborations such as Vivid Sydney 2023 where local and international audiences (up to 3.5 million people) can experience the designs and the rich cultural story behind the AMoD Collection
- 3.2 Continue to offer immersive experiences in the AMoD Studio in Sydney where interested individuals can have their senses stimulated as they experience first-hand the various stages of the AMoD Process – from scanning and digitising an original hand drawn design to seeing some of the limitless colour layers and diverse possible commercial applications of a digital design
- 3.3 Make AMoD resources available for design educators and institutions to share history and culture and to inspire future generations of designers
- 3.4 Engage with and foster a digital ecosystem of designers and creatives from around the world, sharing passions, information, trends and ideas
- 3.5 Develop mobile and pop up AMoD Design Experiences such as mini exhibitions and workshops that will allow audiences to engage with designs from the collection
- 3.6 Regularly inform the design community of new designs being added to the collection
- 3.7 Give recognition via the DDX, and potential awards, to the creative and innovative ways in which licensees have applied designs
- 3.8 Ensure that the AMoD Collection is a living, self-sustaining, accessible museum, that proudly showcases Australian design history



## 2.11 Our Team – Current Organisational Structure



**Randall Walker**  
Marketing & PR

Digital &  
E-Commerce

Marketing  
Manager

Media

Products

Content  
Creator

PR/Branding

Copywriting

Graphics



**Margaret McGreal**  
Client Services

Corporate  
Accounts

Investor  
Relations

Partnerships &  
Collaborations

New Markets



**Margaux Everett**  
Director  
FOUNDER | CEO



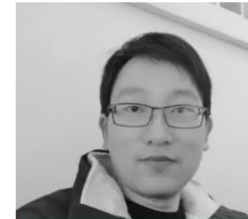
**Sacha Yasumoto**  
Creative

Design  
Curator

Exhibitions

Product  
Development

Events



**Eric Zhang**  
Data Architect

DDX

Hyper Hub

Programming

Data Security

Data  
Compliance

Server



**Emma Brown**  
Director  
Finance & Compliance

Licensing  
Agreements

Agency  
Agreements

Compliance

Technical

Accounting/  
Finance

Partnerships/  
Collaborations

Legal

## 2.11.1 Our Directors

### Director: Margaux Everett

#### Role : Director - CEO

**Responsibilities:** Setting and executing the organisation's strategy, expanding the company, driving profitability, and managing the overall operations.

#### Skills and experience

Margaux is an entrepreneur who has run her own Direct Marketing & Advertising company and a Digital and Database Marketing company for more than 20 years. She has designed and developed her own database marketing software platform used by marketers and businesses locally in Australia and Internationally. With a love and passion for art and all things creative, she brings her digital and database skills to not only protect and preserve Australian design history but in a way for the entire world to enjoy.

### Director: Emma Brown

#### Role : Director – Finance and Compliance

**Responsibilities:** To oversee the operations of the business, from finance and administration to compliance.

#### Skills and experience – Bachelor of Economics (Double Majors: Finance and Economics)

Emma has primarily focused her career in financial services, gaining expertise in various areas such as accounting, investment administration, operations, client relationships, and governance. She is particularly enthusiastic about the chance to work in a socially conscious business that aligns with her personal passions.

### Proposed/ Incoming Director: Randall Walker

#### Role : Director – Marketing and Public Relations

**Responsibilities:** To oversee strategic marketing, stakeholder engagement and Public Relations.

#### Skills and experience - Master of Business Administration (Marketing)

Randall has more than 20 years business development experience including branding and marketing for leading destinations collaborating with Tourism Australia and Destination NSW to attract domestic and international visitors. He has led economic development and stakeholder engagement projects including for the fastest growing area in Australia, collaborating with industry and all tiers of government. He is passionate about communicating positive uplifting stories through Public Relations and the opportunity through AMoD for spectacular Australian designs to reach a global market.

## 2.11.2 Current Advisory Group



**Claudia Chan Shaw**

Australian fashion designer and television presenter  
Influencer and promoter of AMoD to her following and on her radio program.



**Eminent Professor Peter McNeil**

Professor of Design at UTS, provides introductions to key stakeholders and provides strategic guidance on design trends and significance.



**Dominic Emmett - Legal**

Head of Restructuring and Insolvency at Gilbert & Tobin provides assistance on legal matters and guidance in being a commercial entity.



**Sacha Yasumoto**

International Interior Designer is Creative Director and provides strategic initiatives on new products and creative exhibitions.



**Nicole Smith**

Nicole has an established history in design, marketing and business growth. She sits on Boards and brings forward thinking strategies to help AMoD grow ethically.



**Ivan Gomez**

Owner of fashion labels and a business entrepreneur, Ivan thinks laterally for us to gain the most from the opportunities we have to grow the business.



**Kerryn Briody**

Sitting on several Boards, Kerryn assists in the introduction of new contacts, ideas and her wealth of knowledge as an interior designer keeps us abreast of latest trends



**Greg Carton**

Head of Client Services Ogilvy, Singapore, Greg advises on latest advertising and marketing trends throughout Asia.



## 2.12 Capital Structure

### Issued Capital before and after the offer

As at the date of this offer document, the Australian Museum of Design Pty Ltd has 7,771,448 ordinary shares on issue. Table 1 below sets out the issued capital of the Australian Museum of Design Pty Ltd before the Offer.

**Table 1: Issued capital of Australian Museum of Design Pty Ltd before the Offer**

Shareholder	Share Type	Shares	%
Margaux Everett AMD Trust	Ordinary	4,400,000	56.63%
David Lennie	Ordinary	3,000,000	38.6%
Other Shareholders	Ordinary	371,448	4.77%
<b>Total</b>		<b>7,771,448</b>	<b>100%</b>

Table 2 below sets out the issued capital of the Australian Museum of Design Pty Ltd following the Offer on a fully diluted basis.

**Table 2: Issued capital of the Australian Museum of Design Pty Ltd following the Offer on a fully diluted basis**

Shareholder	Min Subscription	Max Subscription
Existing Shares	7,771,448 (98.7%)	7,771,448 (92.8%)
Offer Shares	100,000 (1.3%)	600,000 (7.2%)
<b>Total</b>	<b>7,871,448 (100%)</b>	<b>8,371,448 (100%)</b>

## **2.12.1 Rights and Liabilities Associated with Securities**

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As at the date of this Offer, the only class of shares on issue are ordinary shares. There is no shareholders agreement between the existing shareholders and as such, the rights and liabilities associated with the shares are as set out in the Company's constitution. A copy of the Company's Constitution is available on the Intermediary's platform.

### **Ordinary Shares**

Set out below is a summary of the rights and liabilities associated with the securities in the Australian Museum of Design Pty Ltd

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

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.

## **2.12.2 Sources of financing, including debt financing and other financing**

To date the business has been funded through a combination of operating income and equity.

The Australian Museum of Design Pty Ltd has raised funds through a previous Crowd Sourced Funding with Birchal and other independent investors.

### **Founder loans**

To date, the founding shareholders have loaned funds of \$8,510 in total to the Company.

The key terms of these loans are set out below. The founder loans will not be repaid with the funds raised under the Offer.

- Amount outstanding- \$8,510
- Interest - Interest-free
- Repayment date - At the discretion of the Company
- Security - Not required

### **Debt funding**

As at the date of this Offer, the Company has the following outstanding loans:

- Description - Against the design library
- Principal amount borrowed - \$1,300,000
- Amount outstanding - \$1,300,000
- Interest - Interest-free
- Repayment date - May 2032
- Security - Original Design Library Scrolls

## **2.12.3 Group Structure**

Australian Museum of Design Pty Ltd is a wholly owned company without any subsidiaries.



## 2.12.4 Risks Facing the Business

An investment in Australian Museum of Design Pty Ltd 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).

Cashflow risk	Although AMOD seeks to manage its cash flow efficiently, there is a risk that AMOD may, at times, not have sufficient cash or working capital to fund its planned operations and expansion. This could affect AMOD's profitability, future prospects, and its ability to meet its business objectives.	Early stage company risk	AMOD is an early stage Company and will build the business further with the funds raised through this crowd-sourced funding offer. AMOD 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, AMOD is not yet profitable and is yet to generate revenue through certain anticipated revenue streams. The commercial success of the business will depend on many factors including AMOD's ability to attract and retain quality staff and loyal customers. Given the limited trading history of the Company, no assurance can be given that AMOD will achieve commercial viability through the implementation of its business plan.
Funding risk	AMOD is in the process of raising funds to achieve its strategic business objectives and to cover its projected operating expenses. AMOD may not raise all of the required funding and therefore not achieve all of its business objectives. AMOD may also need to raise additional funds in the future from investors or third parties. There is no assurance that AMOD will be able to obtain additional rounds of funding on substantially the same terms as outlined in this Offer Document or at all. AMOD's value may be materially affected if the required additional funding is not available.	Brand and new product risk	AMOD's success has been driven by the reputation of the existing design library, the notable designs by known artists, and the desire to protect Australian design history. If we do not maintain consistent levels of quality and service in our offering, our brand and reputation could be damaged. Our expansion into new designs and artists and into overseas markets, may not be successful and may expose AMOD to further risks, such as regulatory requirements and inefficiencies with human resources and in operational performance.
Economic and competition risk	While the industries we selected are growing globally, there is no guarantee that this will continue into the future and the growth of AMOD is subject to economic factors beyond our control. These factors include the economic outlook for Australia and overseas countries, consumer and business sentiment, unemployment rates and adverse exchange rate instability, any of which may affect customer behaviour and contract the growth of the art design industry. There may be an inability to secure distributors and vendors to sell the product.  AMOD also operates in a highly competitive market, with computer generated designs and artwork generated faster and at least cost. If AMOD is unable to successfully compete with existing and/or new competitors, this would have a negative impact on the revenue, profitability and future prospects of the business.	Cost of acquisition	AMOD operates in the art and design industry where a significant proportion of sales are Business to Business (B2B), and is a highly competitive market. A significant increase in the cost of acquisition will substantially impact profitability and could even turn the company into a loss making enterprise.
Insolvency risk	AMOD is not yet profitable. AMOD is seeking to obtain funding to achieve its objectives. There is no guarantee that funding will be available on favourable terms or that AMOD will receive any level of funding at all.	Intellectual property risk	The protection of AMOD's intellectual property and the protection of the intellectual property of the original hand drawn designs is critical to our business and commercial success. If we are unable to protect or enforce AMOD's intellectual property rights or the intellectual property rights of the designs, there is a risk that other companies will copy our designs and technology, which could adversely affect our ability to compete in the market.
Key person risk	As an early stage business, AMOD 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 AMOD's ability to continue its operations or achieve its business objectives as the case may be.	Design ownership risk	Loss of ownership of the designs under the purchase agreement
Technology risk	AMOD uses a number of sales, marketing and member communication technology solutions. Despite AMOD's measures to effectively manage these systems and risks, if any of these technologies were to fail without notice, it could interrupt the AMOD's ability to sell or communicate with customers, which could have a direct impact on revenue and profitability.	Dilution	A shareholder's interest being diluted if they do not participate in future fundraisings (if there is a reasonable likelihood you will need to raise further capital in the future).

## 2.13 Financial Position

Below are the financial statements of the company for the financial years ended 30 June 2023 and 30 June 2022, which have been prepared in accordance with the accounting standards.

### 2.13.1 Balance Sheet

	As at 30 <sup>th</sup> June 2023	As at 30 <sup>th</sup> June 2022
<b>Current Assets</b>		
Cash & Cash Equivalents	14,170	91,872
Trade & Other Receivables	3,850	0
Other	2,488	5,443
<b>Total Current Assets</b>	<b>20,508</b>	<b>97,315</b>
<b>Non-Current Assets</b>		
Design Library	9,586,000	9,586,000
<b>Total Non-Current Assets</b>	<b>9,586,000</b>	<b>9,586,000</b>
<b>TOTAL ASSETS</b>	<b>9,606,508</b>	<b>9,683,315</b>
<b>Current Liabilities</b>		
Borrowings	8,510	8,510
<b>Total Current Liabilities</b>	<b>8,510</b>	<b>8,510</b>
<b>Non-Current Liabilities</b>		
Borrowings (Design Library)	1,300,000	1,300,000
<b>Total Non-Current Liabilities</b>	<b>1,300,000</b>	<b>1,300,000</b>
<b>TOTAL LIABILITIES</b>	<b>1,308,510</b>	<b>1,308,510</b>
<b>NET ASSETS</b>	<b>8,297,998</b>	<b>8,374,805</b>
<b>CAPITAL &amp; RESERVES</b>		
Share Capital	217,117	143,259
Reserves – Valuation	8,286,000	8,286,000
Retained Earnings	(205,119)	(54,454)
<b>TOTAL CAPITAL &amp; RESERVES</b>	<b>8,297,998</b>	<b>8,374,805</b>

## 2.13

## Financial Position

### 2.13.2 Profit and Loss

	For the 12 months Ended 30 <sup>th</sup> June 2023	For the 12 months Ended 30 <sup>th</sup> June 2022
<b>Income</b>		
Design Licensing	13,500	0
Limited Edition Artwork	11,475	0
<b>Total Income</b>	<b>24,975</b>	<b>0</b>
<b>Cost Of Sales</b>		
Purchases	12,176	8,837
<b>Total Cost of Sales</b>	<b>12,176</b>	<b>8,837</b>
<b>Gross Profit</b>	<b>12,799</b>	<b>(8,837)</b>
<b>Expenses</b>		
Accounting & Bookkeeping	1,732	4,029
Advertising & Marketing	44,588	29,429
Bank Fees	217	20
Contractor Fees	9,608	132
Computer & IT Expenses	26,409	3,227
Digital Design Exchange	32,464	0
Entertainment	2,118	253
Filing Fees	13,768	0
Freight, Courier & Postage	132	0
Administration Expenses	2,384	0
Legal Fees	0	7,965
Office Supplies	222	418
Amortisation - Capital raising costs	0	2,858
Amortisation - Formation costs	0	4,100
Payroll - Wages & Salaries	1,001	0
Printing & Stationery	7,711	0
Rent	5,455	0
Repairs & Maintenance	3,787	0
Staff Amenities	99	0
Subscriptions & Memberships	3,380	0
Telephone & Internet	1,102	0
Travel & Accommodation	6,562	144
<b>Total Expenses</b>	<b>162,739</b>	<b>52,575</b>
<b>EBITDA</b>	<b>(149,939)</b>	<b>(61,412)</b>
Other Income	0	(143,260)
<b>Total Other Income</b>	<b>0</b>	<b>(143,260)</b>
<b>Depreciation</b>	<b>(728)</b>	<b>0</b>
<b>Net Profit</b>	<b>(150,667)</b>	<b>(204,672)</b>



## 2.13 Financial Position

### 2.13.3 Cash-flow Statement

#### CASH FLOW STATEMENT

	For the 12 months Ended 30 <sup>th</sup> June 2023	For the 12 months Ended 30 <sup>th</sup> June 2022
<b>CASHFLOWS FROM OPERATING ACTIVITIES</b>		
Receipts from customers	21,126	0
Payments to Suppliers	(171,960)	(59,897)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(150,834)</b>	<b>(59,897)</b>
<b>CASHFLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant & Equipment	(727)	0
Purchase of Investments	0	(1,300,000)
<b>NET CASH FROM INVESTMENT ACTIVITIES</b>	<b>(727)</b>	<b>(1,300,000)</b>
<b>CASHFLOWS FROM FINANCING ACTIVITIES</b>		
Share Capital Issue Proceeds	73,859	143,259
Borrowings from Related Parties	0	8,510
Borrowings from Non-Related Parties	0	1,300,000
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>73,859</b>	<b>1,451,769</b>
<b>NET INCREASE IN CASH</b>	<b>(77,702)</b>	<b>91,872</b>
<b>CASH AT BEGINNING OF YEAR</b>	<b>91,872</b>	<b>0</b>
<b>CASH AT END OF YEAR</b>	<b>14,170</b>	<b>91,872</b>

## 2.13 Financial Position

### 2.13.4 Statement of Changes in Equity

Statement of Changes in Equity	Issued Capital	Accumulated Profit/(Losses)	Reserves Valuation	Total Equity
<b>Balance at 1 July 2021</b>	-	-	-	-
Profit/(loss) for year	-	(54,454)	-	(54,454)
<b><u>Total Income</u></b>	-	<b>(54,454)</b>	-	<b>(54,454)</b>
Issue of ordinary shares net of transaction costs	143,259	-	-	143,259
Revaluation Reserve	-	-	8,286,000	8,286,000
<b>Balance at 30 June 2022</b>	<b>143,259</b>	<b>(54,454)</b>	<b>8,286,000</b>	<b>8,374,805</b>
<b>Balance at 1 July 2022</b>	<b>143,259</b>	<b>(54,454)</b>	<b>8,286,000</b>	<b>8,374,805</b>
Profit/(loss) for year *	-	(150,665)	-	(150,665)
<b><u>Total Income</u></b>	-	<b>(150,665)</b>	-	<b>(150,665)</b>
Issue of ordinary shares net of transaction costs	73,858	-	-	73,858
Revaluation Reserve	-	-	-	-
<b>Balance at 30 June 2023</b>	<b>217,117</b>	<b>(205,119)</b>	<b>8,286,000</b>	<b>8,297,998</b>

\* Note: rounding of P/L during 22/23 by 1

## **2.13.4 Management comments on historical performance and outlook**

Investment Round 1 (First CSF Offer) funded the Startup & Establishment Phase of the Australian Museum of Design (AMoD), completed during FY2022/23. The main items of expenditure included the successful development and deployment of the AMoD Digital Design Exchange (DDX) platform, digitising 800 of the initial 7,500 designs, market testing in the US and Hong Kong, and exploring revenue streams such as online sales of limited edition artworks and testing a new product named Sponsor A Design. Management is pleased to report that the DDX major software asset, which lies at the heart of the AMoD business model, was developed on time and on budget and is fully operational. The DDX is our virtual marketplace designed to facilitate transactions from a global audience such as licensing fees for ready to use digital designs and sales of limited edition artworks.

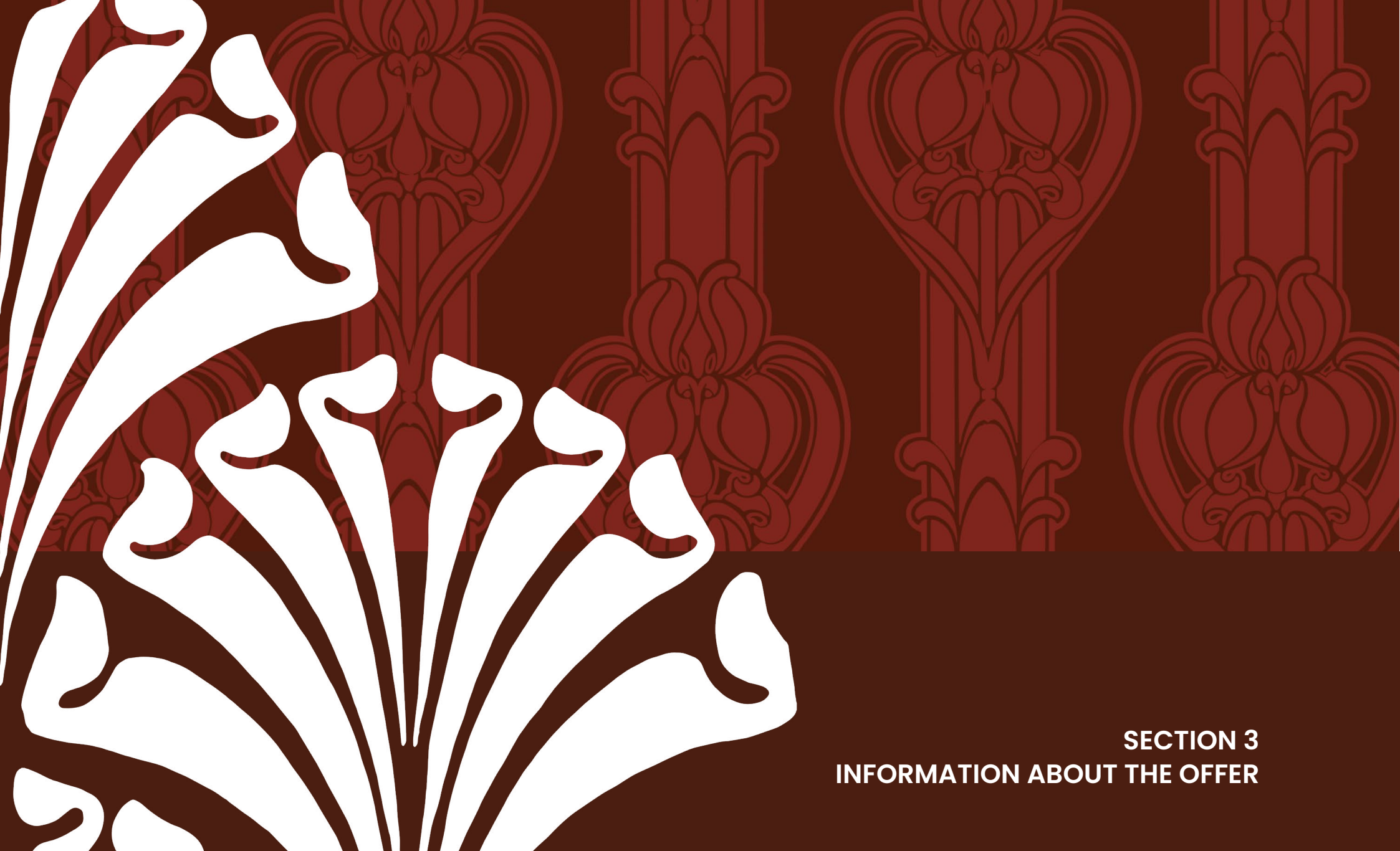
This CSF Offer 2 will support the critical Growth Phase for AMoD. It is important to note that following a successful Startup & Establishment Phase we have re-valued AMoD upward to what we believe represents a more accurate value. The main reasons for the upward re-valuation include proof of concept of our ability to add designs to the collection, such as works from renowned designers Collette Dinnigan AO and Akira Isogawa and Margaret Clark, and a license agreement for Florence Broadhurst designs. Also, the significance of the collection has been recognised by the Powerhouse Museum and Destination NSW inviting AMoD to feature designs during Vivid Sydney 2023. The AMoD design library has also been independently valued at \$11.2 million (please note that the Design Library is currently listed on our Balance Sheet at \$9.586 million).

Our focus is to accelerate the digitising of the collection and promoting the collection to a global market. Prospective licensees during market testing expressed an insatiable desire to view as many designs as possible. It became clear that the more designs available the more likely that a client may license additional designs. The faster we can digitise the collection the faster revenue can be generated from prospective licensing customers such as designers, creatives, distributors and retailers.

In summary the Startup & Establishment Phase has been successful. The AMoD management team is excited about the upcoming Growth Phase and the opportunity to activate the commercialisation of the business.

Financial statements were prepared on a going concern basis.





## SECTION 3 INFORMATION ABOUT THE OFFER

### 3.1 Terms of the Offer

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The Australian Museum of Design Pty Ltd is offering up to 600,000 ordinary shares at an issue price of A\$1.00 per share to raise up to A\$600,000. The key terms and conditions of the Offer are set out below.

Shares	Fully-paid ordinary shares
Price	\$1.00
Minimum Subscription	\$100,000
Maximum Subscription	\$600,000
Opening date	16 November 2023
Closing date	30 November 2023

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

## 3.2 Use of Funds

The table below sets out the intended use of funds raised under this Offer.

Intended Use	Minimum Subscription	Maximum Subscription
Scanning & Digitising Designs	\$ 15,000	\$ 90,000
Cataloguing Collection	\$ 3,000	\$ 18,000
Website Database Software	\$ 15,000	\$ 90,000
Digital Marketing & Communications	\$ 12,000	\$ 72,000
Public Relations & Media Famils	\$ 1,500	\$ 7,500
Events Workshops Exhibitions	\$ 1,500	\$ 7,500
Machinery Equipment	\$ 1,200	\$ 31,200
Secure Storage & Insurance	\$ 12,000	\$ 12,000
Licensing & Compliance	\$ 5,000	\$ 40,000
Travel Accommodation Meetings	\$ 4,500	\$ 27,500
Working Capital	\$ 20,500	\$ 165,500
Offer costs	\$ 8,800	\$ 38,800
<b>TOTAL</b>	<b>\$ 100,000</b>	<b>\$ 600,000</b>

The Offer costs includes the Intermediary's fees under the hosting agreement between the Company and the Intermediary. These fees are up to 6% of all funds raised by the Company through Birchall Financial Services Pty Ltd (Intermediary), plus \$2,800 for administration and setup costs.

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 months.

If this CSF Offer is unsuccessful, or if only the minimum subscription amount is raised, the Australian Museum of Design Pty Ltd will require further funding to be able to carry out our intended activities over the next 18 months. In such circumstances the Australian Museum of Design 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 the level of activity and continue to focus our cash resources on areas of growth.



## 3.3 Rights Associated with the Shares

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Immediately after issue, the shares under this offer will be fully paid ordinary shares. There will no liability on the part of shareholders and the shares will rank equally with the shares currently on issue.

The rights and obligations associated with the shares are set out in the Australian Museum of Design's Constitution, a copy of which is available on the Intermediary's platform. These rights are summarised below.

### 3.3.1 Voting rights

Subject to any rights or restrictions, 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 that the directors may decide the Australian Museum of Design Pty Ltd should pay. The Constitution and the directors obligations under the Corporations Act govern any decision made about dividends. For example, the Australian Museum of Design Pty Ltd cannot pay dividends unless its assets sufficiently exceed its liabilities and the payment of dividends do not materially prejudice its ability to pay creditors.

### 3.3.3 General meetings and notices

A director may convene a general meeting of the company at any time. A member or members may only call for or convene a meeting in accordance with the Corporations Act. A meeting may be convened at different venues, provided the technology used gives the members at each venue a reasonable opportunity to participate in the meeting. The meeting is held at the place where the largest number of members is present. If that place cannot be identified, the meeting is held where the chair is present.

### 3.3.4 Election and removal of directors

The company or the directors may appoint a director, remove a director, or do both, by passing a resolution to that effect. The directors may appoint a director either to fill a casual vacancy or to add to their number. A director appointed by the directors ceases to be a director on the later of:

- > 6 months after the date of his or her appointment; and
- > the next meeting of members (at which their appointment must be confirmed by a majority of members present and entitled to vote).

### **3.3.5 Winding-up**

If, on the winding up of the company, the assets are more or less than sufficient to repay the whole of the issued capital of the company, the assets must be distributed so that the profit is made or the loss is borne by members proportionally to the capital which was paid up or which ought to have been paid up on their shares at the commencement of the winding up. Amounts paid in advance of a call are to be ignored.

### **3.3.6 Restrictions on sale and transfer**

A person may transfer shares to another person by a document in the usual or common form or in some other form approved by the directors, signed by both the transferor and the transferee. The transferor remains holder of the shares until the transfer is registered.

A member must give written notice to the company of an intention to transfer shares, specifying the price of each share which the member fixes as the fair price. A transfer notice may include parcels of shares and a separate transfer notice shall be deemed to have been given by the proposed transferor for each parcel of shares. The notice cannot be withdrawn without the approval of the directors except as allowed by clause 121.

The company must make a written offer of the sale of the shares to all the other members of the company holding shares of the same class, in the proportion of their holdings of all members of that class. Any shares left over from the number of shares offered to members in this way, must be offered to members by lot and the directors must offer to issue shares at the same price to those members who do not draw the lots to ensure that the shareholding proportions in the class of shares are maintained following the initial offer to members.

### **3.3.7 Pre-emptive rights/anti-dilution of shares**

The pre-emption rights set out in section 254D of the Corporations Act are expressly excluded.

### **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.

## **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 17th May 2022, the Company made a CSF Offer on the Intermediary's platform.

Under that CSF Offer, the Company offered up to 500,000 ordinary shares at a \$0.80 share price. The CSF Offer was successfully completed and the minimum subscription amount was raised.

Under that CSF Offer, the directors of the Company were Margaux Everett and David Lennie.

## **4.0 Information about Investors Rights**

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### **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 Australian Museum of Design 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 Australian Museum of Design and/or the Intermediary will also be able to respond to questions and comments posted by investors.

Officers, employees or agents of the Australian Museum of Design, and related parties or associates of the Australian Museum of Design or the Intermediary, may participate in the facility and must clearly disclose their relationship to the Australian Museum of Design 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.

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### **4.3 Proprietary company corporate governance obligations**

#### **4.3.1 Annual report**

The Australian Museum of Design is required to prepare an Annual Financial Report and Directors' reports at the end of each financial year and lodge these with ASIC (within 4 months of the financial year end). The Australian Museum of Design 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 Australian Museum of Design financial reports will not be subject to auditor oversight and, therefore, there will be no independent assurance of the Australian Museum of Design financial statements. However, the directors are still required to ensure that the financial statements give a true and fair view of the Australian Museum of Design 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 reports**

The Australian Museum of Design 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 Australian Museum of Design's website at the following address [www.australianmuseumdesign.com.au](http://www.australianmuseumdesign.com.au) 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 Australian Museum of Design (for so long as we continue to have CSF shareholders). This means that the Australian Museum of Design 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 Australian Museum of Design in a very limited way. If someone wants to buy more than 20% of the voting shares in the Australian Museum of Design, 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 Australian Museum of Design 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 Australian Museum of Design. In addition, the Takeovers Panel has jurisdiction to hear disputes relating to control of the Australian Museum of Design.

## 4.4 Company updates

The Company will provide regular updates to investors on the Company's website at the following address [australianmuseumdesign.com.au](http://australianmuseumdesign.com.au)

## **Glossary**

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### **Company**

means Australian Museum of Design Pty Ltd ACN 657 179 916

### **Cooling-off Period**

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

### **CSF**

means crowd-sourced funding under Part 6D.3A of the Corporations Act

### **Intermediary**

means Birchall Financial Services Pty Ltd AFSL 502618

### **Maximum Subscription**

means the amount specified in this CSF offer document as the maximum amount sought to be raised by the Offer. The Maximum Subscription is subject to rounding based on the share price of the Offer.

### **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.

### **Offer**

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

### **Retail investor**

has the meaning given to the term “retail client” under the Corporations Act



## ADDITIONAL INFORMATION





## Commissioned Artists and Designers

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During the 1960s, 1970s, and 1980s, textile design houses worked in collaboration with various artists and designers to create patterns for wallpapers and fabrics. This practice was widely accepted within the industry, and it marked an era of innovation and artistic exploration.

In these decades, design houses recognised the value of diverse, eclectic, and sometimes unconventional artistic perspectives into their collections. To achieve this, they actively sought out talented individuals who could contribute unique patterns and designs. These artists and designers were often hired as freelancers or on a project basis.

What distinguished this period was the prevailing norm that these collaborations didn't necessarily involve crediting individual artists for their work. Instead, the resulting patterns and designs were considered the intellectual property of the design company itself. This practice allowed the companies to maintain a cohesive brand identity while benefiting from a diverse range of creative influences.

The anonymity of the artists behind these patterns was, in a way, a testament to the primacy of the design house. It underscored the idea that the company's vision and brand took precedence over individual recognition. Artists and designers were willing participants in this arrangement, often motivated by the opportunity to see their work reach a wide audience through the production and distribution capabilities of these established design houses.

As a result, the textile and wallpaper industry flourished with an array of captivating, diverse, and often groundbreaking designs during this period. The collaboration between design houses and the talented artists they employed, even if uncredited, played a vital role in shaping the aesthetic landscape of Australian design history and the world of interior design.

## David K Miles

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Step back in time to the 1970s, where a select group of individuals embarked on a journey that would revolutionise the world of wallpaper design. Among these visionaries, Florence Broadhurst and David K Miles emerged as two of the most prominent figures. The Australian Museum of Design chronicles their creative partnership, innovations, and the enduring legacy they left behind.

In the 1970s, a small but passionate group of individuals dedicated themselves to the art of wallpaper design. At the forefront of this movement were Florence Broadhurst and David K Miles.

David K Miles, trained as an architectural draughtsperson and possessing exceptional artistic talent, worked under the guidance of the flamboyant and high-society interior decorator, Merle de Boulay. His portfolio included designing murals for private clients and crafting mosaic tables. David's journey into the world of wallpaper design took a significant turn in 1965 when, at the age of twenty, he was sent by Merle de Boulay to Florence Broadhurst's studio under commission to design a unique wallpaper design.

In 1969, David K Miles took a bold step by establishing his own business. This venture marked the beginning of his creative journey, where he continued to produce architectural drawings, mosaic tables, and even collaborated on design projects for Florence Broadhurst.

By 1976, David K Miles had achieved remarkable success, garnering twenty-six design awards and gracing countless front covers of Australia's interior design magazines. However, changes were on the horizon.

In 1976, James Hardie acquired Wilsons, the company that had supported David's journey. The business was renamed 'Signature Hand Prints,' prompting David to contemplate the future.

The David K Miles Handprinted Wallcoverings continued its creative journey until 1986 when the business changed hands, being sold to Baresque. Even after the transition, Baresque continued to produce the iconic designs created by David K Miles until they eventually closed the screen printing side of the business in August 1991.



**'Speculum'**

Original hand-draw design by David K Miles.  
As seen in Powerhouse Museum



## Noel Lyons

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Noel Lyons (1936-1995) was an Australian textile and wall coverings designer.

Noel's interest in the art world began with a trip to Canada in 1956. Upon his return he accepted a design / sales position with Bebarfields – at that time a strong retailer in furnishing and apparel. Moving next to a position with AE Hoad, Noel continually furthered his interests in design and began to lean toward designing for the furnishings market.

Noel resided in London for 18 months – first accepting a position with designer John Siddeley and then on to Harrods. These experiences certainly increased his interest in the world of design, and he decided that his next move needed to be to design his own range of furnishing textiles.

Upon returning to Australia in the late 60's he immediately enrolled in a silk-screen printing course at East Sydney Tech. His desire to learn and perfect the art was such that he even set up a printing table in his home where he could further explore and experiment.

By 1970 he had joined the Society of Interior Designers of Australia and had set up his own print studio in an old dance hall in Ashfield. From here he produced pattern books of his hand screen-printed designs for both wallpapers and fabrics that were sent to interior designers and decorators across the country.

Noel did not create a design studio and employ students and artists – he drew each and every design himself. Whilst he was involved in the whole process from design through to printing, his love and passion stayed very much in the creation of new designs.







## Donald Bruce Clarke

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Under the direction of founder Donald Clark (1928-2008) and his brother Robert Clark (b1924, retired 1987), Donald Clark Handcrafts (later Donald Clark Associates) expanded from 1954 through to the mid-1980s – continuing to operate when similar firms closed – Annan Fabrics in Sydney ceased production in 1954; Frances Burke in Melbourne ceased production in 1967. In the early years, people like David Lloyd Jones encouraged Clark to expand his product range beyond table mats into tea towels.

Donald and Robert Clark's wives Margaret and Isobel Clark were involved in the business in the early years. Margaret Clark, who had studied interior design at RMIT in Melbourne and worked for Stephenson & Turner architects, before helping with designs and colour at Donald Clark Associates. Margaret was also largely responsible for designing the 'Marguerite' fashion label.

The most significant changes in Donald Clarks' business took place in the mid-1960s when Donald Clark Associates extend its range into kitchen accessories. "This consisted of co-ordinated sets of oven gloves, pot holders, double oven mitts, aprons, covers for kitchen appliances such as mixers, blenders, toasters, vertical grills, etc. These products immediately took off in the market ...".



## Mambo: Suburbia

This is a remarkable discovery recently unearthed from the AMoD library's treasure trove. When we unrolled it, we couldn't believe our eyes. The tape securing the film positive rolls was applied back in 1999 – 24 years ago. Since then, it has remained hidden from public view, fading into obscurity until now.

The photograph of the original design showcases the key line layer, one of six layers in total. Each layer is carefully stacked on top of the others to weave the complete narrative, with each layer adorned in a distinct colour.

The artist's skill in working backward to determine the perfect colour combinations and their precise order is truly remarkable. In its current state, the design appears entirely black, a deliberate choice to prepare the silk screens for hand screen printing.

**Artist:**  
**Reg Mombassa (Mambo) for the Sydney Olympics 2000**



## Lloyd Foye

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During the 1970's and 80's, illustrators and artists were in great demand to create posters, murals and montages to be printed in newspapers, billboards and flyers... to name a few.

In a time that pre-dated computer drawings and design, you can channel the glamorous world of the advertising agencies who nonchalantly gives the creative brief to the waiting, commissioned artists. Corporates with the likes of Qantas, Singapore Airlines, Rugby League, and other famous individuals would need artwork to promote their latest ads, branding or tours, for the general public to purchase the latest magazine to see what to purchase next.

Line and wash style illustrations were very popular during that era and used to create the emotional connection with the artworks and the companies they were representing.

In 1986, Ampol were looking to create a series of artworks that would represent regional and outback Australia for that era. This included shearers, jackaroos, cattle, hay-bales, bank vaults and much more. The illustrations were to represent hardworking Australia during a time when working the land was a manual and laborious period.

Being a three-layered illustration, Lloyd's creative skill was to understand how the finished artwork would look. He was able to use the key-line as the first expressive version, and then create the depth and emotion through dark and light shading. A skill very rare to achieve these days with the use of computer technology.

