



VentureCrowd

VENTURECROWD Preferred Equity Offer **Albany Creek, QLD**

VENTURECROWD TRUST No. 0481


INFORMATION MEMORANDUM

Preferred Equity Offer
A WHOLESAL INVESTMENT
TRUST FOR THE DEVELOPMENT

Albany Creek, QLD
Residential Land Subdivision

Issue date: 12 April 2021

VENTURECROWD PTY LTD
ACN 40 166 598 849
AFSL NO. 503 381
[VENTURECROWD.COM.AU](https://www.venturecrowd.com.au)



About this Information Memorandum


Important Information: This Information Memorandum is an important legal document and should be read in its entirety. This Information Memorandum is issued by VentureCrowd Pty Ltd ACN 166 598 849 (**Fund Manager**) under Australian Financial Services License No.503381. This Information Memorandum is neither a prospectus nor a regulated disclosure document under the Corporations Act 2001 (Cth) (**Act**), nor is it required to be. A copy is not required to be, and has not been, lodged with the Australian Securities and Investments Commission. This Information Memorandum has been prepared only for issue to and use by prospective investors who qualify as wholesale clients as defined in the Act (**Wholesale Clients**) and is not intended to be received or read by anyone other than a Wholesale Client. An interest in VentureCrowd Trust No.0481 (Albany Creek) (**Fund**) will only be issued to investors that are Wholesale Clients.

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Unless otherwise agreed with the Fund Manager, any person applying for interests in the Company will by virtue of the person's application be deemed to represent that they are not in a jurisdiction which does not permit the making of an offer or invitation as detailed in this Information Memorandum.

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No advice: In providing this Information Memorandum the Fund Manager has not taken into account the recipient's objectives, financial situation or needs and accordingly the information contained in this Information Memorandum does not constitute personal advice for the purposes of section 766B(3) of the Act. None of the Fund Manager or its related parties, officers, employees, consultants, advisers or agents represent or warrant that an investment in the Fund is a suitable investment for the recipient. The Fund Manager strongly recommends that potential investors seek independent professional advice as to the financial, taxation and other implications of investing in the Fund before investing.




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Forward looking statements: This Information Memorandum contains forward looking statements which are identified by words such as “may”, “could”, “anticipates”, “believes”, “estimates”, “expects”, “intends”, “plans” and other similar words that involve risks and uncertainties. These forward looking statements are subject to various factors that could cause the results of the Fund to differ materially from those expressed or anticipated in these statements. The Licensee does not intend to update or revise forward looking statements, or to publish prospective financial information in the future, regardless of whether new information, future events or any other factors affect the information contained in this Information Memorandum, except where required by law.

Investment risk warning: An investment in the Fund is speculative and as with any investment there are inherent risks in investing in the Fund, including the risk that an investment may result in a reduction in, or total loss of, the capital value of the investment, loss of income and returns that are less than expected or delays in repayment of capital. None of the Fund Manager nor its related parties, officers, employees, consultants, advisers or agents, guarantee the performance of the Fund nor the repayment of capital invested in the Fund. Nothing in this Information Memorandum is or should be relied upon as a promise or representation as to the future. The Fund Manager expressly disclaims all liability for any loss or damage of whatsoever kind (whether foreseeable or not) which may arise from any person acting on any information contained in this Information Memorandum or any information which is made available in connection with any further enquiries, notwithstanding any negligence, default or lack of care. In furnishing this Information Memorandum, the Fund Manager undertakes no obligation to provide any additional information other than as specifically stated in this Information Memorandum.




OUR PURPOSE



We're passionate about giving our community the ability to invest and shape the world in which we live.

At VentureCrowd, our purpose is to help good businesses take on the world - we find and fund the future. A future that is good for investors, founders and humanity.



1. INVESTMENT SUMMARY


1.1 Overview

VentureCrowd holds an option (Option) over property located at 45 Greensill Road, Albany Creek, Queensland 4035 (Property). During the option period, the VentureCrowd property team have secured DA approval for 47 townhouses, two freehold lots and riverfront community greenspace.

The Fund is being established to fund part of the acquisition cost of the Property, the completion of the remaining design documentation and approvals and commencement of civil works. The balance of the acquisition costs will be partially funded by a third party loan which will be secured by a first registered mortgage over the Property.

The Property will be developed in up to seven stages. Stage 1 of the project will comprise the creation of the two freehold lots and the balance lot for the townhouses, as well as the majority of the civil construction works for the site. The remaining stages will include the construction of the 47 townhouses as well as the pool and communal facilities.





The Fund will invest up to \$7,000,000 in preferred equity of the special purpose vehicle that will hold the Property. The Fund will be raised, and invested, in five tranches with the first being \$2,500,000 which will be used to help acquire the property. The remainder of the funding will be invested to obtain Operational Works approval and undertake civil construction works in stages.

Following the deployment of this capital, construction funding will be sourced from one of our preferred third-party construction funding partners (as required).

The project is forecasting net sales revenue of \$28,791,619. The Fund's preferred equity investment will rank behind third-party construction funding.

The design of the project comprises innovative two and three story dwellings that exploit the sites location and connection to the South Pine River. Through creative design, the development will draw upon traditional Queensland architecture and materials to create dwellings which possess individuality in the streetscape whilst also ensuring connection to amenity, public green space and the river.

Key Project Highlights:

1. DA approved project
2. 49-lot, seven stage, townhouse development and land subdivision
3. 24 month project period
4. Gross sales revenue of \$30,173,138
5. Only current development site along the South Pine River, with riverfront town houses representing a unique product in the area
6. Strong median price growth in Albany Creek for both detached dwellings and medium-density product of 6.1% per annum over the past 3 years
7. High rental yields averaging 6.2% p.a., outperforming Brisbane, Sydney and Melbourne



Item	Detail
Project	The project is a DA approved 49-lot, seven stage, townhouse development and land subdivision project situated along the South Pine River. The development will also include dedicated riverside greenspace to be utilised as resident amenity.
Offer	This is an offer of \$1.41 Units in the VentureCrowd Trust No.0481 (Albany Creek), an unregistered unit trust. The Fund will acquire preference shares in a newly incorporated entity that will own the Property.
Offer Closes	The offer closes on the date the allocation is fully subscribed. The Fund Manager reserves the right to close the offer early, extend the offer or withdraw the offer without notice.
Target Return & Profit & Share	<ul style="list-style-type: none">• 12% p.a. paid monthly in arrears, PLUS• 50% of SPV profits on completion distributed to Fund investors pro rata in priority to ordinary shareholders in the SPV (with the first \$400,000 of SPV profits being paid to Fund investors).
Minimum Investment	\$25,000
Term	The term of the Fund is estimated to be 24 months from the issue of Units to the settlement of the final dwelling.
Fund Size	The Fund will invest up to \$7,000,000 in preferred equity of the special purpose vehicle that will hold and develop the Property.
Use of Funds	The Fund will be raised, and invested, in five tranches with the first being \$2,500,000 which will be used to help acquire the property. The remainder of the funding will be invested to obtain Operational Works approval and undertake civil construction works in stages.
Valuation & Maximum Exposure	The project is forecasting net sales revenue of \$28,791,619. Its preferred equity investment will rank behind third-party construction funding.
Property	The Fund's underlying asset will be the Property located at 45 Greensill Road, Albany Creek, Queensland.

Fund Manager

VentureCrowd Pty Ltd is the manager of the Fund. Further information about the Fund Manager is contained in section 2.1.

Develop Manager

VentureCrowd Property Australia Pty Ltd, an associate of the Fund Manager, has been appointed as the development manager for the project. Further information about the Development Manager is contained in section 2.2.

Sales Manager

VentureCrowd Sales Pty Ltd, an associate of the Fund Manager, has been appointed as the marketing and sales agent for the project. Further information about the Sales Manager is contained in section 2.3.

Superintendent

Inertia Engineering Pty Ltd (ABN 82 115 498 023)

Builder

The Fund Manager intends to appoint Homecorp Constructions Pty Ltd as the builder for the Project. Further information about Homecorp is contained below.

Distribution Policy

The Fund will pay monthly income distributions during the term of the project and will make any distribution of profit share on completion of the project.

Capital Return Policy

The Fund Manager proposes to return capital to Unitholders once the settlement of the dwellings commences, subject to:

- repayment of construction finance;
- ongoing working capital requirements of the Project; and
- requirements of tax legislation.

Liquidity

Units will not be listed on a securities exchange and Unitholders will not have withdrawal or redemption rights. Therefore, Units should be considered illiquid.

Debt Facility

Following the acquisition of the Property and completion of the civil construction works, additional funds to complete the project will be sourced through a commercial debt facility from an independent financier in return for a registered first mortgage security on the Property. The debt facility will be repaid progressively during the life of the Project from the proceeds of sale of completed dwellings.

Fees

Fees are set out below.

How to invest?

You can apply to invest in the Fund directly at www.venturecrowd.com.au.

If you would like more information about this offer, please:

- email us at hello@venturecrowd.com.au or
- call us on 1300 039 655.

2. MANAGEMENT

2.1 Fund Manager – VentureCrowd

VentureCrowd Pty Ltd (ACN 166 598 849) is one of Australia's leading digital investment platforms for alternative assets, including property, venture capital and alternative credit.

VentureCrowd holds Australian Financial Services License No.503381 from the Australian Securities & Investments Commission. All financial services related to the Fund will be provided pursuant to the authorisations granted under that license.

VentureCrowd is managed by a team of highly experienced investment management professionals with extensive expertise in funds management, property development, legal, finance and business administration.

For further information about VentureCrowd, please visit our website at www.venturecrowd.com.au.



STEVEN MAARBANI
Director, CEO & Executive Chair

Steven is a corporate lawyer and former PwC partner specialising in funds management and financial services. He has advised on the establishment of many of Australia's leading venture capital funds (including corporate venture capital funds) as well as co-founding Australia's first equity crowdfunding platform, VentureCrowd. Steven is also a Partner and member of the Innovation Advisory Council of the Real Tech Ventures Fund, and sits on the Advisory Board of a number of high-growth companies.



DARREN TASKER
Executive Director, Technology Lead

Darren spent 20 years in senior executive roles with large industrial companies, culminating with his most recent role as the Chief Operating Officer of WesTrac (part of Kerry Stokes Seven Group Holdings ASX:SVW). He has led finance and operations functions and transitioned several large acquisitions during his career. Darren originally studied as a mechanical engineer before attending Harvard Business School in 2009.



DAVID WHITTING
Property Director

David is a former lawyer and a senior property development executive with over 25 years' experience with some of Australia's leading property organisations. David was previously the Queensland General Manager for Grocon, State Director for Multiplex Developments and Project Director for Laing O'Rourke. David specialises in strategy, acquisitions, disposals, structuring, project initiation and approvals of institutional grade real estate assets across the commercial, residential, retail and hospitality categories.

David leads VentureCrowd's property team.



GARTH YOUNG
Director

Garth is a seasoned entrepreneur with experience in leading businesses from scale-up through to exit. He was the Co-Founder and Managing Director of both Inflight Logistic Services and Inflight New Zealand, which were sold to Gate Gourmet. Following the sale, Garth remained as Managing Director of Gate Gourmet, as the group was floated on the Zurich stock market.



AARON RUMER
Chief Operating Officer

Aaron's drive is operational execution and efficiency having spent the last 18 years holding senior management roles in complex cross-functional operating environments. Executing through long-held 6 Sigma and Lean degrees Aaron is passionate about building and using real-time data to make informed decisions, ultimately driving performance and creating an agile business. Spending many years working within Kerry Stokes controlled Seven Group Holdings managing a number of large start-ups and mergers. Aaron understands what it takes to go from strategy to execution whilst ensuring that culture and performance are not left behind.

Aaron leads VentureCrowd's operations team.



GLEN BARRY
Chief Brand Officer

Glen is one of Australia's leading brand and creative executives, having held former roles including National Director of the Australian Graphic Design Association, NSW President of the AGDA, Director of Innovation Strategy at Deloitte and Creative Director & Head of Brand Identity and Brand Experience at Ideaworks. Glen has led the creation and implementation of some of Australia's most loved brands including Dymocks, Raine & Horne, King Gee, Big W and Oporto.

Glen leads VentureCrowd's brand identity and customer experience.

2.2 Development Manager – VentureCrowd Property Australia

VentureCrowd Property, an associate of the Fund Manager, has been appointed as the development manager for the Project. VentureCrowd Property was originally established in 2012. It's development management team comprises registered engineers, architects and project management executives with a wealth of experience in property development, property finance and construction management.

The development management fees payable to VentureCrowd Property are in line with market rates and have been fully disclosed in the project feasibility.

2.3 Sales Manager – VentureCrowd Sales

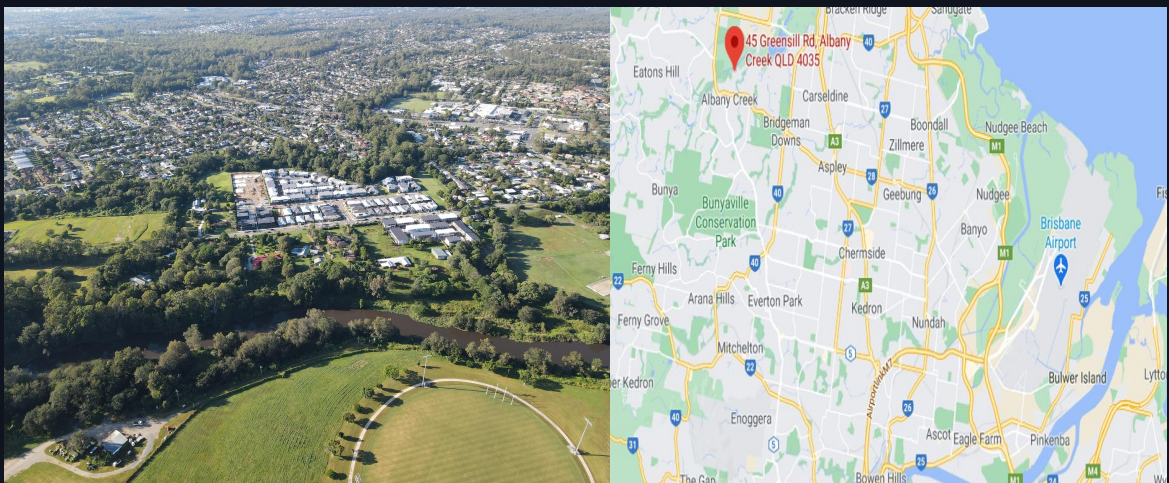
VentureCrowd Sales, an associate of the Fund Manager, has been appointed to manage sales and marketing functions for the Project. VentureCrowd Sales (trading as *VentureCrowd Property Projects*) currently manages land and property sales for a number of property development projects across Queensland. Its sales team comprises licensed real estate agents and sales professionals with a wealth of experience in off-the-plan property sales.

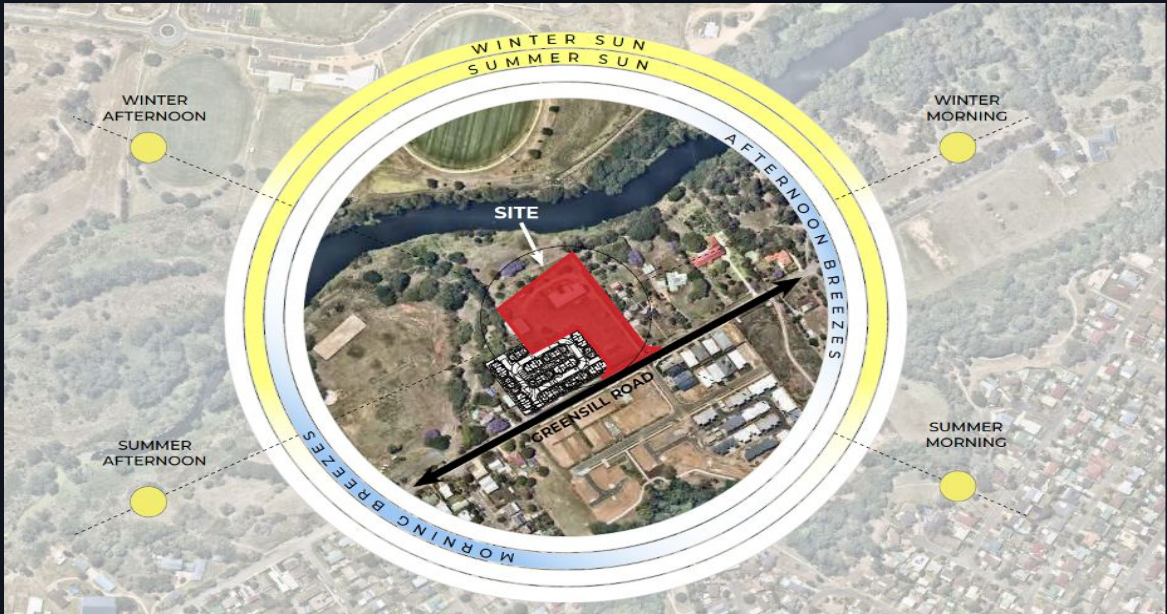
The sales commissions payable to VentureCrowd Sales together with the marketing cost allowances in respect of the sales program are in line with market rates and have been fully disclosed in the project feasibility.

3. THE PROJECT

3.1 Location

The 1.17 hectare site is located at 45 Greensill Road, Albany Creek, and has the South Pine River running across its northern boundary. Albany Creek is an established suburb located approximately 15 kilometres north of the Brisbane CBD and is located within the Moreton Bay Regional Council, Australia's 5th fastest-growing local government area (LGA).





3.2 Market Drivers

VentureCrowd has commissioned research into the suburb and the housing market relevant to the Project. A summary of the research is set out below:

- Capital Growth & Rental Yield** - The median sale price of medium-density product (apartments and townhouses) in Albany Creek is \$479,000 and has increased by an average of 4.0% in the past 12 months. Although only 15% of households in Albany Creek are renting, the residential vacancy rate in Albany Creek is a very low 2.0% which represents a shortfall in suitable rental products. As a consequence of this undersupply, median weekly rents for a three bedroom townhouse in Albany Creek have risen by \$40 per week (9.3%) over the past 12 months. Strong demand for quality rental accommodation in Albany Creek has resulted in gross rentals yields for townhouses averaging 6.2% per annum, which is out performing Brisbane (5.7%), Sydney (3.4%) and Melbourne (3.4%)

AVERAGE ANNUAL PRICE GROWTH

Chart 5: Townhouses • Brisbane North • Last 12 months

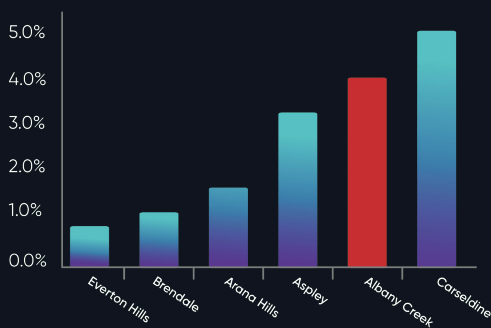
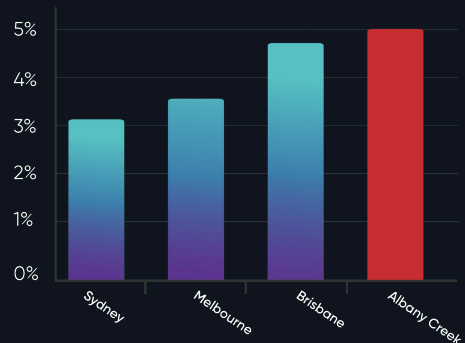
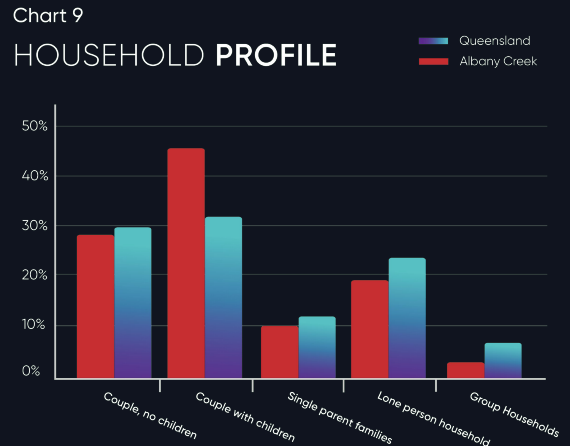
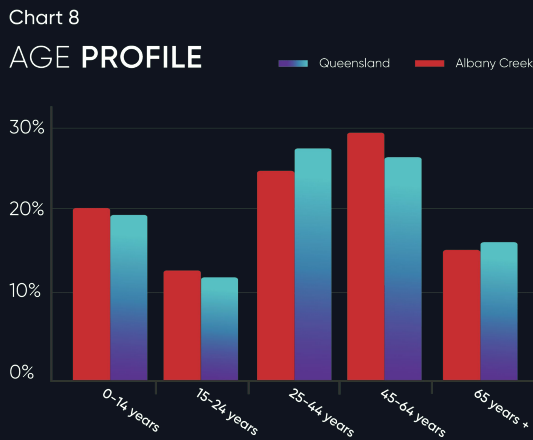


Chart 7

AVERAGE GROSS RENTAL YIELDS



- Demographics** - The predominant household type in Albany Creek is a couple with children (44%). It is expected the area will have continued strong appeal to younger buyers and couples intending to start a family. This demographic is expected to have considerable appetite for the proposed development. The median weekly household income in Albany Creek is 40% higher than the Queensland average and there are more professionals (23% of all employed persons) and tertiary educated people (34%) than the Queensland averages (20% and 27% respectively).



- Location & Lifestyle Factors** - Albany Creek is an established suburb and the site itself is well positioned to a number of:
 - Early education centres, primary and secondary schools
 - Medical centres and health facilities including North West Private Hospital (6.4KM) and the Prince Charles Hospital (9.0KM)
 - Retail and entertainment amenity - Coles Albany Creek (950M), Woolworths Albany Creek 2.5KM, Westfield Chermside (8.5KM)
 - Sporting and Leisure Centres - Albany Creek Leisure Centre (1.5KM) & South Pines Sport Complex (2.25KM)
- Demand** - Albany Creek is an established suburb with a vast range of existing services and amenities available to residents. It is expected that given the abundance of surrounding amenity there will be strong demand for quality new dwellings in the area. The opportunity exists for the site to be developed into a higher quality product when compared to other local projects given the area's demographic and premium riverfront location. The completed product will include key features which will target owner-occupiers, specifically younger couples intending to start a family.

More information can be found by reading the Broad Property Research and Advisory Research report found [HERE](#).

3.3 The Development

The strategically located 1.17 hectare site will be developed into 47 architecturally designed townhouses with an additional 2 freehold lots along Greensill Road.

The site is well positioned in a quiet dead end street with limited local traffic and represents the only current development site along the South Pine River. The proposed development will provide attractive north-facing views across the river to the extensive recreational fields opposite.

The site is predominantly flat and presents limited building constraints. A river facing community recreation space has been incorporated into the design to provide all residents with amenity and access to the public green space and river. In incorporating this space into the design it will allow the development to capture the unique riverside location.



The 49-lot subdivision will be developed in up to 7 stages, namely:

- Stage 1 – 2 Freehold lots situated along Greensill Road ;
- Stage 2 – 6 townhouses
- Stage 3 - 7 townhouses
- Stage 4 - 6 townhouses
- Stage 5 - 14 townhouses
- Stage 6 - 9 townhouses
- Stage 7 - 5 townhouses



3.4 The Townhouses

Two separate townhouse layouts for the two and three storey dwellings have been architecturally designed for this development. A key feature of the design was to create an individual identity for each dwelling within the streetscape through minimising the use of common walls and employing four different facade options and six different roof forms. All townhouses feature the following:

- 3 Bedrooms (Master with ensuite)
- 2 Bathrooms + Powder Room
- Main bathrooms have bath
- All bedrooms have generous robe space
- Double car garage
- Covered outdoor patio areas
- Landscaped Yards
- Quality stainless steel appliances
- Air-Conditioning
- LED Downlights
- All townhouses have a powder room and separate laundry area
- Kitchens have a breakfast bar and stone benchtop





Of the 47 townhouses, 36 will be two storey dwellings with the remaining 11 townhouses to be three storey. The three storey dwellings will be situated along the river which will provide unobstructed north facing river views. The riverfront townhouses have been designed with large covered patios and balconies to the rear which adjoin the living spaces within the home. This design feature will allow residents to maximise their riverfront location. The architectural drawings below provide an overview of a typical ground floor riverfront townhouse layout:

The 47 townhouses represent a larger premium product given the developments location and connection with the river. The 2 level townhouses are priced at \$590,000 while the riverfront dwellings will be priced at \$695,000. The average selling price of the 47 dwellings is \$614,575.



Marketing of the townhouses will commence six months before stage 1 house construction is complete to further de-risk the project. These sales will be undertaken in conjunction with Homecorp Property Group, VentureCrowd Sales and a specialist project marketer with national exposure.

3.5 The Builder

Homecorp has entered into a joint venture with VentureCrowd to scale their collective execution capability into the Australian property market.

This Project is another example of this collaboration, bringing together VentureCrowd's capital and funds management capability and Homecorp's construction delivery system backed by the Japanese group that invented lean management systems, Toyota. The Fund Manager intends to appoint Homecorp Constructions Pty Ltd as the builder for the Project.

Homecorp is an established leader in residential urban property development and master planned communities and will be providing construction services to the Project. Homecorp is 51% owned by Toyota Housing Corporation through its subsidiary Misawa Homes Co Ltd. Toyota Housing Corporation has been building homes since 1975 and has chosen Homecorp to spearhead its expansion into the Australian housing market, bringing with it the latest design and production innovations you would expect from an organisation of this pedigree.

Since inception, Homecorp has successfully developed over \$1.5 billion of residential housing projects for itself and some of Australia's leading property groups. With a current development pipeline of over 4,000 residential lots, Homecorp is committed to the creation of continued economic growth, prosperity and job creation in all of the regions. Property Group, VentureCrowd Sales and a specialist project marketer with national exposure.

3.6 Green Futures Initiative

VentureCrowd believes that property development projects should be profitable while also creating dynamic residential communities that simultaneously enhance the health and wellbeing of residents and reduce harmful impacts on the environment.

The sustainable design of master planned residential communities requires our designers to consider the environmental, social and economic impacts of the project and the individual dwellings from the very beginning.

Sustainable design principles include the ability to:

- optimize site potential
- minimize non-renewable energy consumption
- use environmentally preferable products
- protect and conserve water
- enhance indoor environmental quality & liveability
- optimize operational and maintenance practices

In this project, the following sustainable design elements have been incorporated:





Principal	Criteria	Design Response
Health & Happiness	<ul style="list-style-type: none">• Dwelling Orientation• Sunlight• Open Space• Fitness	<ul style="list-style-type: none">• Through careful, passive environmental design, the project seeks to maximize the opportunities to bring natural light and air flow into each dwelling.• The streets are treated as shared spaces and become part of the communal space, allowing for residents to walk safely amongst the project.• The master plan also creates an intimate scaled communal area on the banks for the river, allowing all residents to enjoy the open space assets of the project.
Culture & Community	<ul style="list-style-type: none">• Community Facilities• Identifiable Individual Dwellings	<ul style="list-style-type: none">• There is a shared community facility comprising pool and BBQ pavilion on the river bank.• Articulation and legibility is required to humanize the resulting environments and provide identity to the individual dwelling so that it can signify "home". This proposal minimizes common walls allowing each dwelling to be expressed as a discrete form in the streetscape, its silhouette against the sky and in the expression of its form.
Land & Nature	<ul style="list-style-type: none">• Nature Corridors• Tree Clearing• Touch Lightly	<ul style="list-style-type: none">• The site was previously a single family dwelling that had predominantly cleared the land.• The design response has been to make the most use of the cleared, flat land at the top of the river bank and leave the natural qualities of the riparian area undisturbed.
Materials & Products	<ul style="list-style-type: none">• Eco Cladding• Local Materials	<ul style="list-style-type: none">• The design pallet is deliberately monochromatic but importantly textural. The consistency of the material pallet over this small group of 42 small dwelling will provide a cohesive identity signifying a community of shared values, rather than competitive individualism.• Variation in material is used to articulate the individual form and provide legibility, entries – face brick, lower floors – rendered masonry, upper floors – horizontal boarding, rainwater goods and roofing – zincalume, front doors – natural boarded timber, casement windows – part glazed for light with solid operable panels for ventilation.• The materials importantly also make cultural and historical reference, reminiscent of the Queensland vernacular
Limit Waste	<ul style="list-style-type: none">• Modular Design	<ul style="list-style-type: none">• The house plans exhibit a great degree of repetition and in doing so become quite modular in design.

5. FINANCIAL FORECAST

The project is forecasting net sales revenue of \$26,475,880 and net development profit of \$2,418,677 with a target margin on funds invested of 29.7%*. The table below contains a summary of the financial forecast for the Project.

Project Costs	Total
Revenue:	
NET Sales Revenue (After GST paid)	\$ 26,475,880
- Gross Sales Revenue	\$ 30,173,138
- Less Selling Costs	\$ 1,381,518
- Less GST Paid on all Revenue	\$2,315,740
Costs:	
Total Costs (ex GST)	\$ 24,057,203
- Land Purchase Cost	\$ 3,495,500
- IP and DA procurement	\$1,204,500
-Land acquisition costs	\$438,225
-Construction costs (inc.Contingency)	\$16,780,764
-Professional fees	\$ 1,445,552
-Statutory Fees	\$ 1,471,250
-Land holdings costs	\$ 31,000
-Finance costs	\$ 387,500
-Interest expenses	\$ 604,892
-Less GST reclaimed	\$ (1,801,980)

Performance Indicators	Total
Project Development Profit (before Preference Share interest and expenses)	\$ 2,418,677
Target Return on Funds Invested over 24 months	29.7%*
-Pref share coupon	12% p.a.
-Priority Profit Share (Est.)	\$400,000
Peak Third Party Debt Exposure	\$10,486,890
Debt LVR on Net Sales Revenue	39.6%
Debt LVR on Total Costs	43.6%

* Assuming \$7M preference equity invested over 24 months bearing interest at 12% p.a. (being \$1.68M) plus \$400,000 forecast profit share.

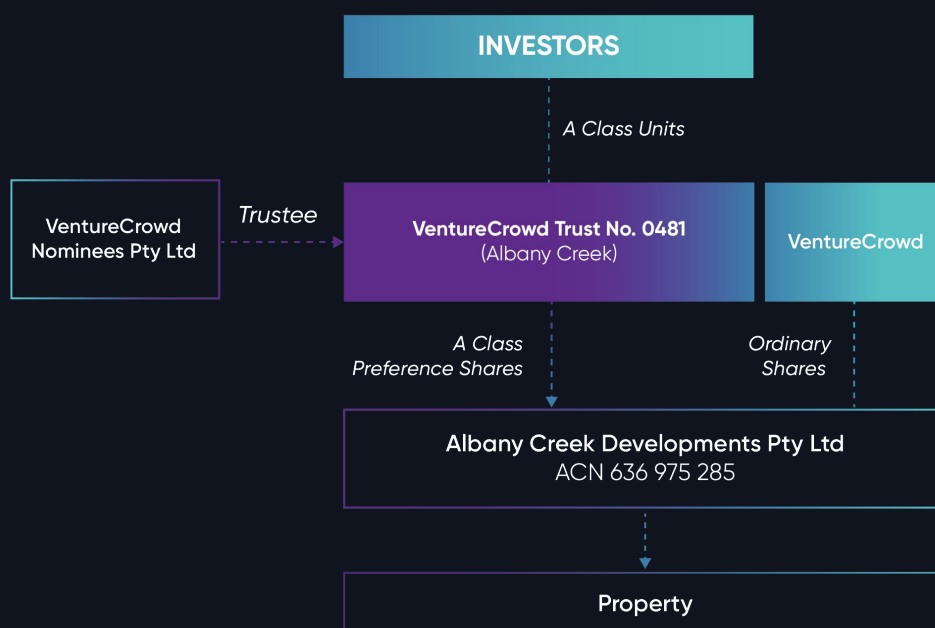
5. THE FUND

5.1 Structure

The Fund is structured as an unregistered wholesale unit trust, the trustee of which is VentureCrowd Nominees Pty Ltd (ACN 166 599 140).

Investors will acquire Units in the Fund at an issue price of \$1.41 per Unit. The Fund will acquire ordinary shares in a newly incorporated special purpose vehicle.

The Trustee will issue Units to investors in its capacity as an authorised representative of VentureCrowd Pty Ltd (ACN 166 598 849) under its Australian Financial Services License No.503381




5.2 Investment Strategy

The Fund will invest up to \$7,000,00 in preferred equity of the special purpose vehicle that will hold the Property.

The Fund will be raised, and invested, in five tranches with the first being \$2,500,000 which will be used to help acquire the property. The remainder of the funding will be invested to obtain Operational Works approval and undertake civil construction works in stages.

The project is forecasting net sales revenue of \$28,791,619. Its preferred equity investment will rank behind third-party construction funding.



Following the acquisition of the Property and completion of the civil construction works, additional funds to complete the project will be sourced through a commercial debt facility from an independent financier in return for a registered first mortgage security on the Property. The debt facility will be repaid progressively during the life of the Project from the proceeds of sale of completed dwellings.

The Fund is targeting the following returns to investors:

- 12% p.a. paid monthly in arrears, plus
- 50% of SPV profits on completion which will be distributed to Fund investors pro rata in priority to ordinary shareholders in the SPV (with the first \$400,000 of SPV profits being paid to Fund investors).

The life of the Fund is estimated to be 24 months from the date the Units are issued to the settlement of the final dwelling. Following the settlement of all dwellings, the Fund Manager will wind up the Fund in accordance with the Trust Deed and distribute any project profits as described above.

5.3 Distributions

The Fund will pay monthly income distributions during the term of the project and will make any distribution of profit share on completion of the project.

5.4 Capital Return

The Fund Manager intends to return capital to Unitholders once the settlement of the dwellings commences, subject to:

- repayment of construction loan;
- ongoing working capital requirements of the Project; and
- requirements of tax legislation.

5.5 Liquidity

Units will not be listed on a securities exchange and Unitholders will not have withdrawal or redemption rights. Therefore, Units should be considered illiquid.

5.6 Trust Deed

The Trust Deed contains detailed information concerning the rights and obligations of an investor, the powers and functions of the Trustee and the manner in which the Fund will be managed. To the extent there are any inconsistencies between the Trust Deed and this Information Memorandum, the Trust Deed will prevail. This Information Memorandum does not purport to contain all the information that a prospective investor may require in evaluating a possible investment in the Fund.

Prospective investors should review, and seek independent legal advice in respect of the Trust Deed before making an application to invest in the Fund. The Trust Deed is available on request.

6. RISKS

Whilst the directors of the Fund Manager are experienced business managers and the senior executives of the Development Manager have substantial experience in managing property development projects, there are always risks associated with development and construction which may, either directly or indirectly, result in reduced distributions and/or a loss of some of the capital value of an investment in the Fund.

Before deciding whether to subscribe for Units, you should consider whether an investment in this Fund, the underlying asset of which will be the Property, is suitable for you. If you are in doubt as to whether you should invest, please consult a suitably qualified professional advisor.

The key risks associated with investing in the Fund include, but are not limited to:

Risk	Summary
General Risks	<p>General investment risks include:</p> <ul style="list-style-type: none">• a downturn in the general economic and market conditions in South-East Queensland;• unfavourable movements in interest rates, inflation or the unemployment rate;• changes to the law (including tax laws) and accounting rules;• industrial relations disputes and strikes;• natural disasters, including earthquakes, fire and storm; and• social unrest, terrorist attack or war in Australia or overseas.
Market Risk	<p>The value of the end product may be adversely affected by a downturn in real estate market conditions. Depending on prevailing conditions it may be difficult for the end product to be sold in a timely manner or for an optimal price. There is no guarantee that the forecast sales prices or sales rates will be achieved nor that the Property will not fall in value relative to the current valuation.</p>
No Guarantee	<p>Neither the performance of this investment nor the repayment of Unitholder contributions is guaranteed by the Trustee, the Fund Manager or any other person.</p>
Insurance Risk	<p>The Project will take out insurance to cover the Property. However, the insurance may not cover all events or claims and is subject to deductible excesses.</p>
Development Cost	<p>Forecast development costs and project expenditure may be lower than actually charged, which may result in the Project being less profitable and affecting the returns to Unitholders.</p>



**Council
Development
Contributions**

Council development contributions contained in the feasibility are based on the considerable experience of the Development Manager and the information currently available, however these costs may exceed forecast levels. This may result in the Project being less profitable and may affect returns to Unitholders.

Related Party Risk

The property owner and/or the Fund Manager has entered into, and may in the future enter into, legal documents and contracts in relation to various aspects of the Fund's operation or the development of the Project. The Fund may be adversely affected where a party fails to perform under these agreements. There is potentially additional counterparty risk when a related party is involved.

Borrowings Risk

The Fund involves an investment in the Project funded partly by invested capital (equity) and partly by money that has been borrowed (debt). When a property is geared the potential for gains and losses are greater. A fall in the value of the Property could result in a breach of a borrowing covenant. If such a default occurs, the lender may enforce its security against the Property and, amongst other things, sell the Property. The borrowings of the Fund are limited recourse, meaning recourse extends only to the assets of the Fund.

Liquidity Risk

An investment in the Fund should be viewed as a medium term investment and should be considered illiquid. No holder of Units has the right to have their Units redeemed or withdrawn from the Fund, and the Trust Deed contains a prohibition on any disposal of Units.

**Taxation & stamp
duty**

The effect of taxation on Unitholders is complex and the summary elsewhere in this document is general in nature only. Investors should seek professional taxation advice specific to their own circumstances.

Taxation and stamp duty considerations taken into account by the Trustee in preparing this document are based upon relevant legislation, regulations, court decisions and rulings and pronouncements of relevant taxation and revenue authorities now in effect, all of which are subject to change or differing interpretations.

Investors should note that any such change could have retroactive application so as to result in taxation and stamp duty consequences different from those taken into account by the Trustee. The Trustee has not sought any ruling from relevant taxation or revenue authorities with respect to these considerations and there can be no assurance that the authorities will not assert, or that a court will not sustain, a contrary position.

7. FEES & EXPENSES

This section outlines the fees and other costs you may be charged. These fees and other costs may be deducted from your money, from the returns on your investment or from the Fund's assets as a whole. You should read all of the information about fees and other costs because it is important to understand their impact on your investment.

The forecast returns contained within this information memorandum are the result after the estimated fees and expenses have been remitted.

7.1 Summary

Type of Fee	Amount (Incl. GST)	How and when paid
Contribution Fee This is the fee charged by the Fund Manager for the establishment of the trust and the purchasing entity, structuring the overall investment and raising capital by way of issue of Units.	1.1% of your investment amount in the Fund	Payable upon acceptance of your investment.
Due Diligence Cost Reimbursement This fee is a reimbursement of costs associated with the identification and analysis of the Property, development of the feasibility, managing the due diligence process and negotiating the acquisition.	Fixed total amount of \$180,950	Payable upon the closing of the Minimum Subscription Amount
Management Fee This is the fee charged by the Fund Manager for the general administration, operation and management of the Fund.	1.65% p.a. of the Gross Asset Value of the Fund	Payable monthly in arrears directly from the Fund's assets.
Fund costs and expenses These are the costs and expenses of operating the Fund.	Costs and expenses estimated at 0.5% p.a. of the Gross Asset Value of the Fund	Payable directly from the Fund's assets as and when they are incurred.

7.2 Explanation of fees and expenses

Fund Manager's fees

The Fund Manager's fees will be paid out of the fees referred to above. There will not be an additional charge to the Fund for the Fund Manager's services, unless the Fund Manager undertakes additional work that would have been performed by another agent of the Fund. Any remuneration for additional work will be determined at the relevant time of appointment and will be at normal commercial rates and on arm's length terms.

Costs and expenses

The Fund will incur ongoing administration costs which may include accounting fees, audit costs, registry fees, custodial fees, tax and legal advice fees, investor reporting costs and bank charges. These costs are estimated to be 0.5% per annum of the GAV. This amount is an estimate only and actual costs may be more or less than this amount.

The Trustee is entitled, under the Trust Deed, to be reimbursed for all costs and expenses (which include the ongoing administration costs and abnormal expenses referred to above) that it may incur in the proper performance of its duties under the Trust Deed.

These costs and expenses include (but are not limited to) costs, disbursements and expenses associated with:

- the establishment and termination of the Fund and amending or replacing the Trust Deed;
- the production and circulation of this IM or other disclosure document and marketing and the promotion of the Fund;
- Fund assets and income;
- borrowing money;
- convening and holding meetings of Unitholders and implementing resolutions passed at the meetings;
- registry and accounting services, Fund tax returns, confirmation advices, notices, reports and other documents;
- managing tax obligations and the accounting and audit of the Fund;
- complying with any law or request, policy or requirement of ASIC or any regulatory authority; and
- any professional services provider, agent or delegate of the Trustee (including associates).

Professional services fees

The Trustee may seek professional services for the Fund from qualified providers, including related parties. The fees for these services will be charged at normal commercial rates to the Fund. The Fund Manager may arrange the provision of these services.



As disclosed above, the Trustee has appointed VentureCrowd as the Fund Manager, VentureCrowd Property as the Development Manager and VentureCrowd Sales as the Sales Manager in respect of the Project, all related parties. The fees payable to these entities are in line with market rates and are fully disclosed in the feasibility.

8. TAXATION

The summary Australian taxation information contained in this document is a general guide to the Australian taxation implications applicable to the Fund for Australian resident investors who hold their units in the Fund.

The summary reflects the income tax legislation in force, and the interpretation of the Australian Taxation Office and the courts of this legislation, as at the date of issue of this document. However, Australian tax laws are subject to continual change and the summary should not be relied upon as a complete statement of all the potential tax considerations which may arise upon investing in the Fund.

As the tax treatment applicable to particular investors may differ, we strongly recommend that investors seek advice from a suitably qualified adviser as to the taxation implications of their proposed investment in the Fund.

8.1 Taxation status of Trust

The trust is expected to be treated as a “flow through entity” for tax purposes, not a “public trading trust”, and accordingly should not be taxed as a corporate entity. This means the trust should not pay tax on income or capital gains derived by investment activities, and any income or capital gain distributed to you from your investment in the trust will be taxed according to your personal circumstances. The “public trading trust” status of a trust is required to be determined annually.

VentureCrowd recommends that you obtain personal tax advice from a registered tax agent regarding your investment in the trust.

8.2 Goods and Services Tax (GST)

The Fund is registered for GST. The issue or redemption of Units in the Fund and where applicable the receipt of any distributions are not subject to GST.

The Fund may be required to pay GST included in certain fees, charges, costs and expenses incurred by the Fund. However, to the extent permissible, the Trustee and/or the Fund manager will claim on behalf of the Fund a proportion of this GST as a reduced input tax credit in respect of certain categories of expenditure.

Unitholders should seek professional advice with respect to the GST consequences arising from their investment in the Fund.



8.3 Tax File Number & Australian Business Number

Australian investors may notify us of their TFN, ABN (provided they are investing in the course of conducting an enterprise) or their exemption status. In the event that we are not notified of the details, tax may be deducted from gross payments including distributions of income at the highest marginal tax rate, including the Medicare Levy, until such time as the relevant TFN, ABN or exemption is provided. The collection, use and disclosure of your TFN will be in accordance with the tax laws and the Privacy Act.

The investor may be able to claim a credit in the investor's tax return for any TFN/ABN tax withheld. By quoting their TFN or ABN, the investor authorises the Funds Manager to apply it in respect of all the investor's investments with the Funds Manager. If the investor does not want to quote their TFN or ABN for some investments, the Funds Manager should be advised.

8.4 Withholding tax

Nonresident investors (if any) may have tax deducted from each distribution comprising of Australian sourced income at the relevant withholding tax rates.

8.5 Tax reform

The comments noted above are based on the taxation legislation and administrative practice as at the issue date of this Information Memorandum. However, it should be noted that the Australian tax system is in a continuing state of reform.

It will be necessary to monitor the progress of the reforms, and it is strongly recommended that investors seek their own professional advice, specific to their own circumstances, of the taxation implications of investing in the Fund.



9. ADDITIONAL INFORMATION

9.1 How to participate

To invest in this opportunity, simply visit our website - www.venturecrowd.com.au - and click on the relevant deal.

There are no paper forms to fill out or documents to sign and scan. Our simple application process allows you to register an account and make your investment quickly and easily online.

If you would prefer to speak to one of our team members about this offer, please:

- email us at hello@venturecrowd.com.au or
- call us on 1300 039 655

Please note, the Fund Manager reserves the right to vary or cancel this offer at any time, vary the amount raised under this offer, vary or waive the minimum investment and close the offer, without notice and without giving reasons.

9.2 Reporting

Once your investment has been accepted, you will be able to view and monitor your investment on your personal investor dashboard via the VentureCrowd website from anywhere at any time.

Your dashboard will include:


- your Unit certificate
- a copy of this Information Memorandum
- a copy of the Trust Deed
- distribution statements
- tax statements
- progress reports on the project issued to Unitholders by the Fund Manager

Distribution statements will be provided to Unitholders following each annual distribution.

9.3 Privacy

The Fund Manager and its related parties value investor privacy and are committed to protecting your personal information. We will only collect information that is required for the purpose of performing its functions in respect of the Fund.

By making an investment in the Fund, you agree to us collecting, holding and using information about you to process your application, and to administer and manage our obligations to you. You need not give us any personal information requested in our application process or in any other communication relating to the Fund. However, without this information, we may not be able to process your application or properly carry out our obligations to you under the Trust Deed.



We may disclose your personal information if, acting in good faith, we believe that the law requires or permits us to do so, or if you consent. We may also use your personal information to offer other investment opportunities that may be of interest to you unless you request us not to do so. Under the Privacy Act 1988 (Cth), you may request access to your personal information that we hold.

9.4 Termination of the Fund

The Fund terminates on the earliest of:

1. the date that is one calendar month after the date on which all assets have been either realised in cash or written off in the accounts of the Fund;
2. the 80th anniversary of the day before the Fund commenced; and
3. date on which the Fund terminates in accordance with a provision of the Trust Deed or by law.

GLOSSARY

Homecorp	Homecorp Constructions Pty Ltd (ACN 169 928 205)
IM	This information memorandum
Minimum Subscription Amount	\$25,000
Project	the project described in Section 1
Property	45 Greensill Road, Albany Creek Queensland 4035
Homecorp	Homecorp Constructions Pty Ltd (ACN 169 928 205)
IM	This information memorandum
Homecorp	Homecorp Constructions Pty Ltd (ACN 169 928 205)
IM	This information memorandum
Minimum Subscription Amount	\$25,000
Project	the project described in Section 1
Property	45 Greensill Road, Albany Creek Queensland 4035
SPV	The special purpose vehicle that will hold and develop the Property.
Trust (or Fund)	VentureCrowd Trust No.0481 (Albany Creek)
Trust Deed	the trust deed in respect of the Trust
Trustee	VentureCrowd Nominees Pty Ltd (ACN 166 599 140)
Unit	a unit in the Trust
Unitholder	the holder of a Unit in the Trust
VentureCrowd	VentureCrowd Pty Ltd (ACN 166 598 849)
VentureCrowd Group	VentureCrowd and any of its associated entities
VentureCrowd Property	VentureCrowd Property Australia Pty Ltd (ACN 159 744 386)
VentureCrowd Sales	VentureCrowd Sales Pty Ltd (ACN 623 873 361)



Trust No. 0481 **ALBANY CREEK**

WE FIND AND FUND THE FUTURE

A FUTURE THAT IS GOOD FOR
INVESTORS, FOUNDERS AND HUMANITY

