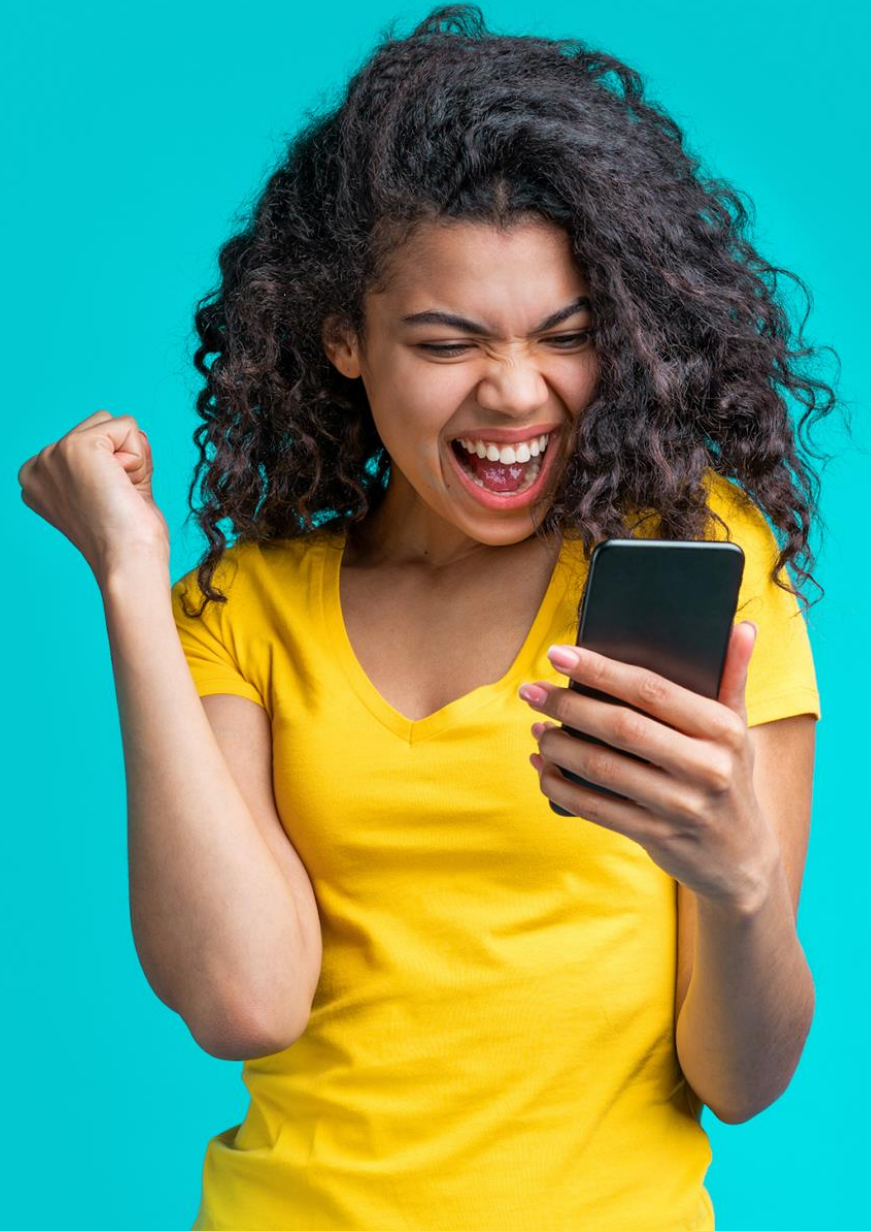


MOROKU

For digital banks and fintechs who
want to engage customers around
strong money habits

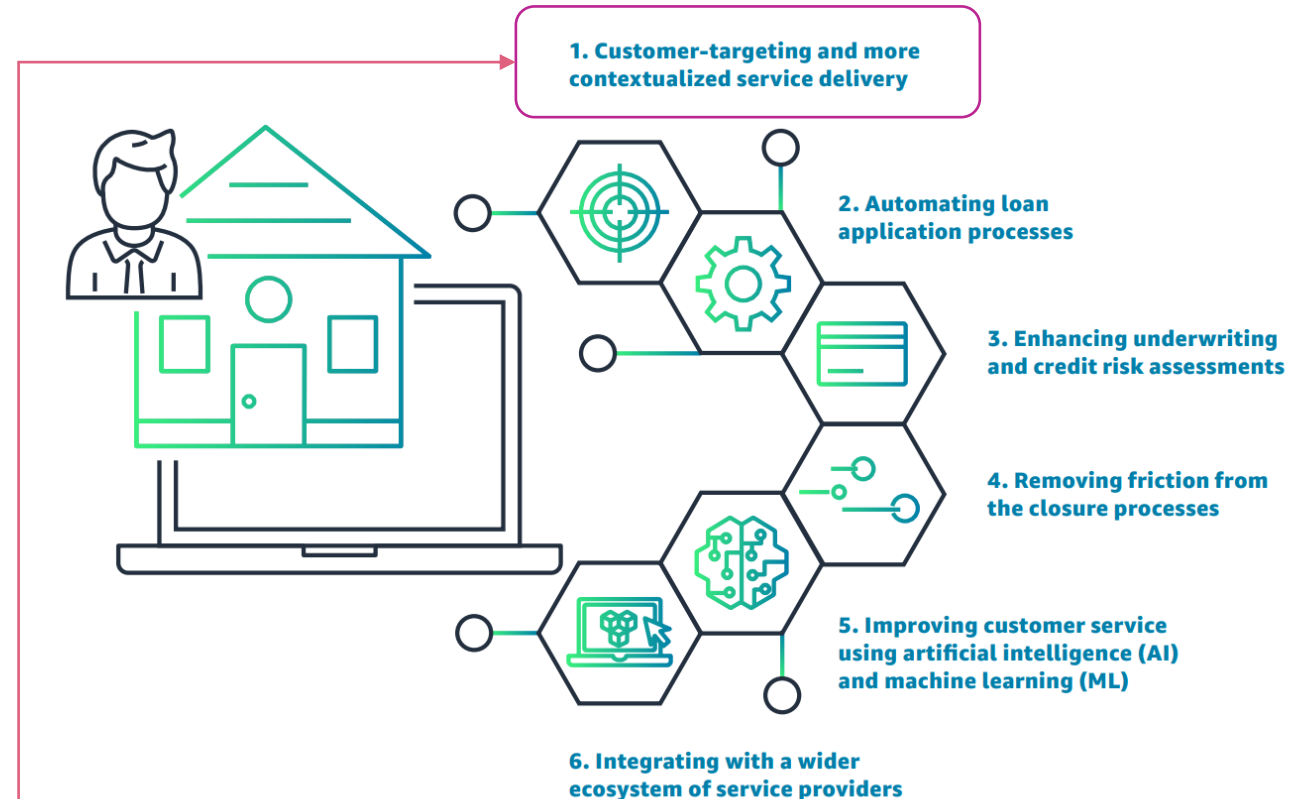
Private Investment Offer for Sophisticated
Investors*



* Moroku is an early-stage technology company with associated risks as outlined in the disclaimer

Problem – Banks, Big and Small, Have Some Challenges

- **For hundreds of years, banks won by customer failure.** The worse customers are with their money, the more fees and interest banks have generated.
- **Yet digital has flattened the world, introducing more competitors and a new customer mindset** that is savvy, comparison oriented and wired for success and dopamine hits by AI, Game and Social
- **Rising rates and cost of living pressures** are adding rocket fuel to ignite banking product innovation.
- **Inadequate legacy platforms** make innovation difficult.
- **Most of the world's population growth is in developing markets** where financial inclusion is a bastion



Banking Priorities 2024 – Customer Experience is Number 1

The process of digitisation needs to be conceived with the customer at the centre, where a digital bank's North Star resides

Solution – Use the Power of Game and Social

- Children, Adults, Animals. We all love game
- It's how we learn skills and engage with other
- Because we love
 - Growth & Learning
 - Knowing the rules
 - Competing
 - Winning
- So - use that as the UX architecture



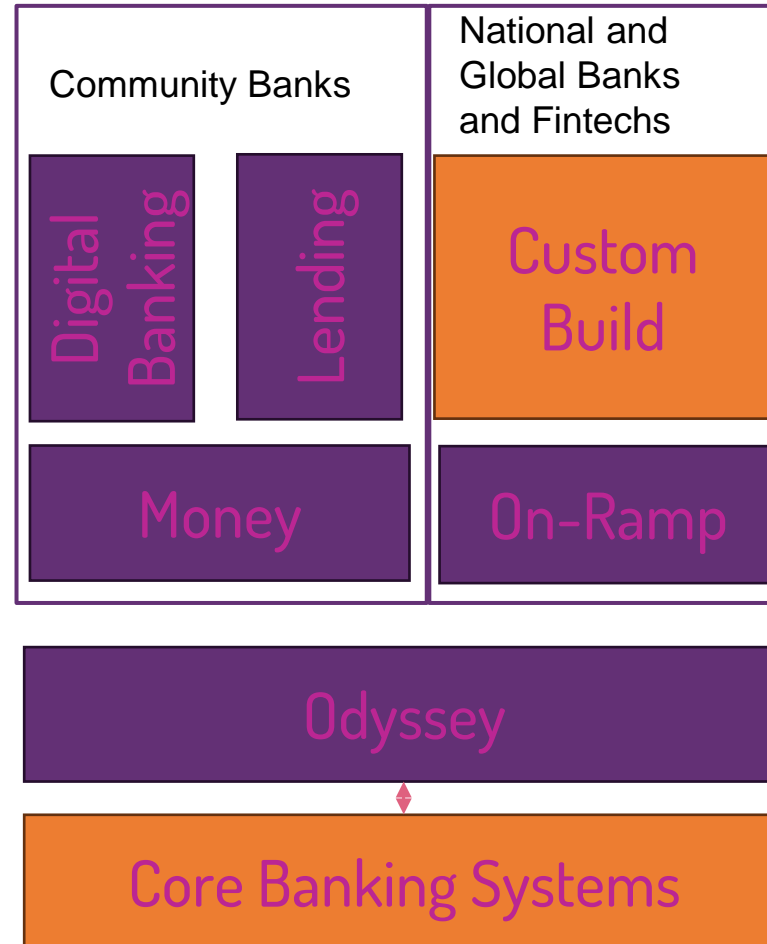
Moroku Odyssey

- Data driven game engine for banking
- Reward and recognise great money habits, financial literacy
- Adds Emotional Intelligence to the system
- Creates better, more connected, happier more loyal customers
- With increasing number of use cases across the world.



Stack and Strategy

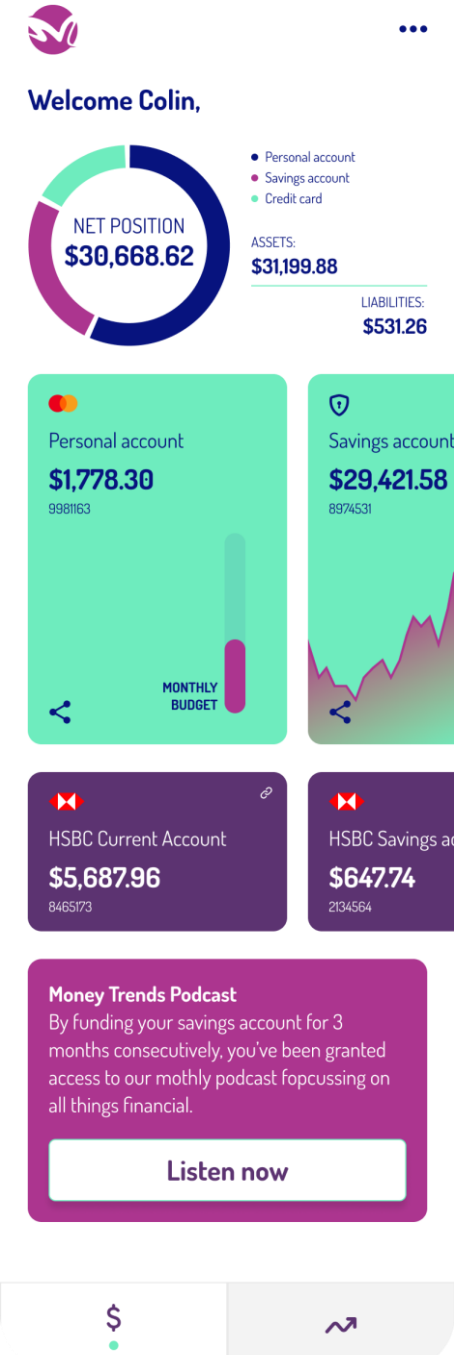
- Packaged “Out of the Box” offering for Community Banks.
- Team with GCI and Temenos “As a Service”
- Non-Exclusive



- Custom Engagement with Globals
- Use the On-Ramp Design Process
- Partner with Customer and Integrators for Build and Delivery

Credit Union Market Particularly Ripe

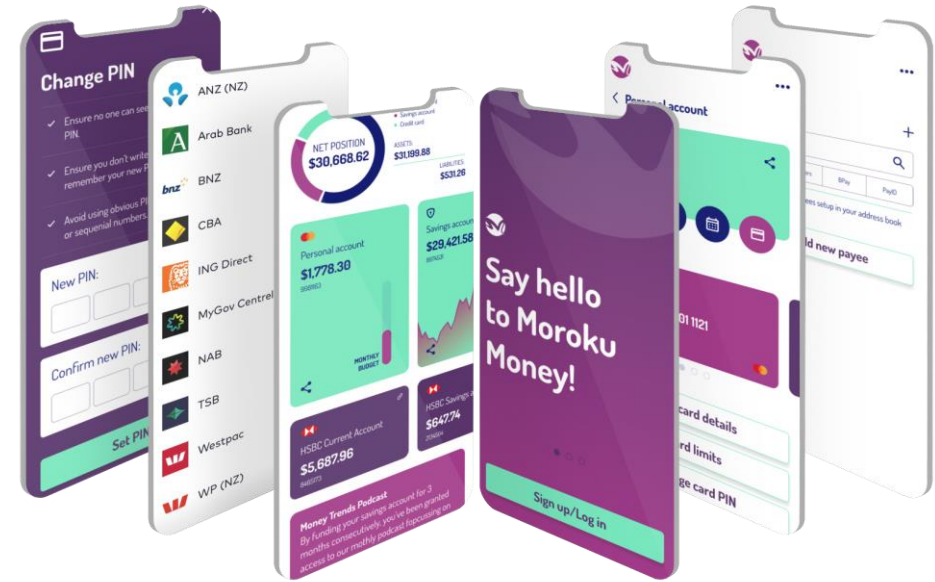
- Average Australia Credit Union spend \$1M+ per year total IT
- Circa \$150M ARR
- 87,914 credit unions in 118 countries, TAM = \$50bn
- Regulators supportive – e.g. APRA turning down ANZ’s acquisition of Suncorp
- Bank as a Service offerings maturing to level the tech playing field
- Don’t have the teams , capital or ego of the bigger banks but just as needy
- Do have strong community-based franchises
- Aging infrastructure is demanding an upgrade
- Whilst core transformation was a CEO killer now staying is
- Moroku IP and distribution is ready
- Plan – Start in Australia





MOROKU money

- White label
 - Mobile Banking App
 - Internet Banking
 - Loan Origination
- Cloud Resident/Mobile First
- Core Banking Integrated
- Open Banking and Digital Identity Verification included
- Economic
- Odyssey powered for Emotional Intelligence , engagement and loyalty – the differentiator – game + data + AI



Overview Accounts Transfer Pay Cards Loan Applications FRANK

Accounts

Bank Transfer
PayID Payment
BPAY Payment

Account	Balance
cheque account Acc: 000-101 1536539	\$1,428.42
holiday saver Acc: 000-101 3345468	\$0.00
Hooli Bank	
Account	Balance
Mortgage 746833 Acc: 123456 12345678	\$11,598.25
Credit Card 13000 Acc: 234567 23456789	\$5,456.54
Savings 123890 Acc: 345678 34567890	\$14,929.87
Transaction 14000 Acc: 456789 45678901	-\$2,846.85

Operating Model

- Sell lightweight lending into the credit union market for traction & funnel. SaaS ~ \$100/Loan
- Upsell them to a complete BaaS based on Money SaaS ~ \$1/user/month
- Use momentum to entice bigger clients, across the world, using our On-Ramp design process to deploy Odyssey \$0.5/user/month
- Leverage core banking providers and SI for distribution: Temenos, Thought Machine E6, Mobyquity

Home Loan Application

New Loan

Personal > Employment > **Property** > Loan > Credit Score > Affordability > Serviceability > Summary

Purchase Property

Type of property

Do you have a property in mind?

No Yes



To load the address of the property, either search for it or click on the map below and the form fields will be automatically filled in.

Address Lookup

Click on the map to change the address

OR

Address details



Address details

Street Name

Street Number

Postcode

Suburb

State

Country

Building Name

Unit Number

Back

Next

Great Southern Bank is among a handful of prominent investors that have collectively poured \$32 million of seed funding into a new payments fintech set up by former Westpac executives.

The Brisbane-based bank yesterday declined to comment on a A\$7 million investment it has made in Constantinople Holding Company Pty Ltd, a Sydney firm building a proprietary payments and funds transfer platform using blockchain technology.

Mystery surrounds the key elements of Constantinople's business case, with directors and investors in the company refusing to comment publicly on its plans in the local banking market.



Constantinople co-founder Di Challenger

Competition

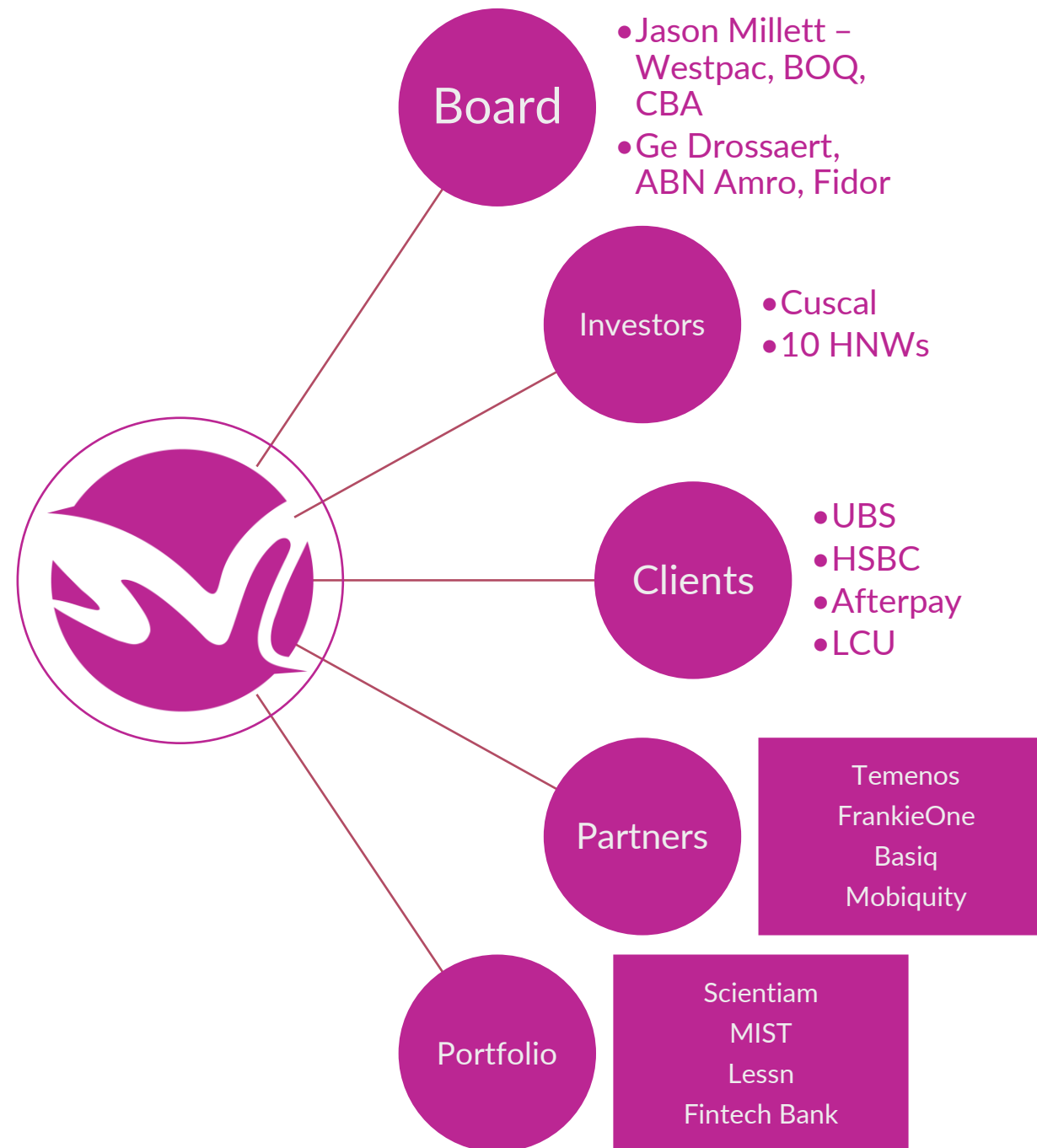
Segment 1 - Australian Community Banks

- Constantinople – Australian Fintech partnering with 10X
- Ultradata and Data Action – Legacy core providers, both vulnerable as under pressure to innovate

Segment 2 – Global Banks and Fintechs

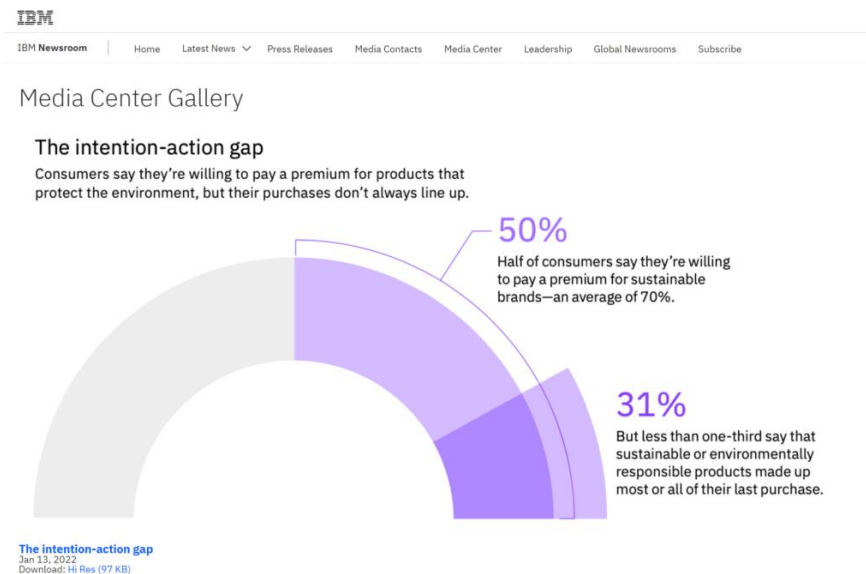
- Money Thor
- Personectics
- In House Bank tech teams
- Digital Agencies & Consultancies

Ecosystem



Sustainability – A Big Focus

- ESG is a top priority and competitive opportunity for banks around the world
- This includes financial inclusion as well as connecting payment behaviour to environmental impact within digital
- Odyssey can do this
- Momentum is appearing



<https://moroku.com/sustainable-banking/>

Leadership



Colin Weir *CEO*

Leader and tech exec with 30-year track record of defining the future and building growth businesses to harness it. One exit. Built and sold his first software application whilst at university – a economic computer for forests.

Ran Microsoft's Australian Data Business

Executive and director roles at Microsoft and Sun Microsystems running \$10M - \$100M revenue businesses. M. Sc.

www.linkedin.com/in/colweir/



Michael O'Sullivan *CTO*

Leader and tech exec with 25-year track building highly secure and scalable banking platforms

Westpac, Deutsche Bank, JP Morgan Chase, FlashFX

<https://www.linkedin.com/in/mos-cto/>

Board



Jason Millett *Director*

One of Australia's most seasoned and experienced banking technology executives including CIO roles at Westpac, CBA, BOQ

<https://www.linkedin.com/in/jasonmillett/> -



Ge Drossaert *Director*

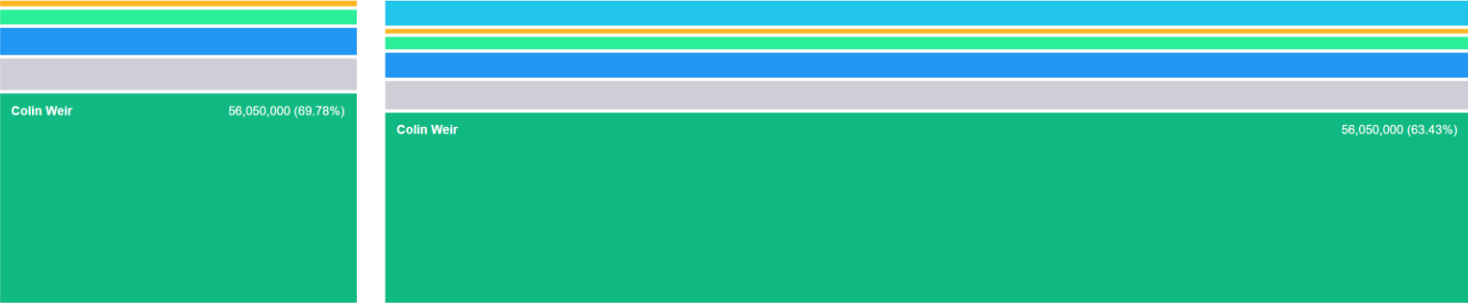
Experienced global digital transformation executive in financial services and fintech, ABN Amro, Fidor, Sopra

<https://www.linkedin.com/in/gedrossaert/> -

Deal Terms

NEW INVESTMENT
PRE-MONEY VALUATION
EFFECTIVE DATE
OPTION POOL Refresh Keep existing

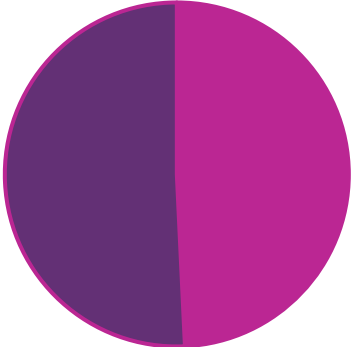
Pre-money cap table **80,328,919 shares**
Post-money valuation **A\$11,000,000 +10%**
Total post-money shares **88,361,692 +10%**
Share price **A\$0.12449**
Option pool size **4,500,000**
Investor's equity **9.091%**



0 convertibles will convert [Hide](#)

- \$AU 1M at Pre Money \$AU 10M
- Valuation and small size based on protecting dilution and raising just what we need to get H1 done and then raise \$5M at a significant increase
- Private offer
- Build the team – Focus on Product
- Execute on deals in play
- Build Funnel
- \$492K Done

Raise

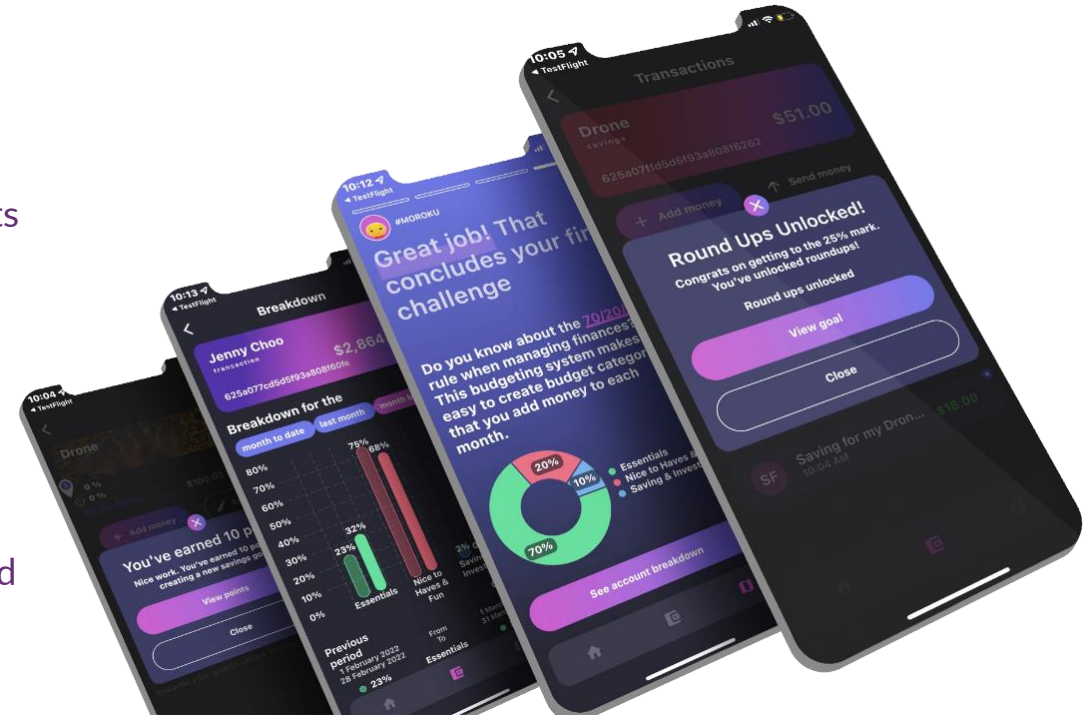


■ Done
 ■ Remaining



Investment Summary

- Digitisation is leading to massive transformation in banking and payments
- The key priority is Customer Experience
- Moroku delivers customer success and competitive advantage by combining Game, Data and AI to create emotional intelligence and connection within the digital banking experience to help digital banks and fintechs compete on customer success.
- Odyssey is Moroku's game platform to create next generation banking journeys
- Odyssey is surfaced via Moroku Money – Out of the Box next Gen Banking
- Go To Market via fully finished BaaS in Australia and beyond
- Raising \$AU1M @ \$AU10M, \$492K Done



\$2 trillion

Estimated BaaS market 2028

\$7 trillion

Estimated Embedded Payments market 2033



ODYSSEY



loan origination

core transformation

services

SME

internet banking

mobile banking

open banking

payments

digital identity

UX

youth banking

Disclaimer

- This Memorandum (“Memorandum”) has been prepared solely for the purpose of providing potential investors with information about Moroku Pty Ltd (“Moroku”). The information contained in this Memorandum does not purport to contain all the information that a potential investor may need or desire. Potential investors should conduct their own investigation and analysis of Moroku and of the information contained in this Memorandum and should rely solely on their own judgment, review and analysis in deciding whether to invest in Moroku. This Memorandum is not intended to form a financial product or investment advice nor a recommendation to acquire any securities and has been prepared without considering the objectives, financial situation or needs of individuals. Before making any investment decision, potential investors are recommended to seek their own legal, taxation and financial advice appropriate to their jurisdiction and individual circumstances.
- This Memorandum does not constitute an offer, invitation or recommendation to any person to acquire securities. Neither the information contained in this Memorandum, nor any further information made available by Moroku in connection with a potential investment in Moroku will form the basis of, or be construed as, an offer to acquire securities.
- This Memorandum is being delivered subject to the terms, and the prior execution, of a confidentiality agreement (“Confidentiality Agreement”). This Memorandum is 'Confidential Information' for the purposes of the Confidentiality Agreement and must be kept confidential and may not be disclosed, copied, reproduced or distributed, in whole or in part, except in accordance with the express terms of the Confidentiality Agreement. By accepting this Memorandum, the recipient represents and warrants that it is aware of the contents of the Confidentiality Agreement and agrees to be bound by its terms.
- The information contained in this Memorandum has not been independently verified. This Memorandum includes certain forward-looking statements, estimates and projections that involve subjective views of the anticipated future performance of Moroku that may or may not be correct. Such forward looking statements, estimates and projections are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors, many of which are outside the control of Moroku. Moroku and its respective affiliates may amend or replace the Memorandum at any time and are not obliged to provide the recipient with any additional information, or to update or correct any inaccuracies which may become apparent in this Memorandum.
- To the maximum extent permitted by law, Moroku and each of its respective affiliates make no representations or warranties whether express or implied as to the currency, accuracy, reliability or completeness of any information provided to the recipient about Moroku or any potential investment in Moroku (including this Memorandum and any other written or oral communication about Moroku or any potential investment in Moroku) (“Information”). Moroku and each of its respective affiliates are not responsible for, and will not be liable for, any claim, loss, damage, cost or expense, whether direct, indirect, consequential or otherwise (including in negligence) out of or in connection with the Information.
- Moroku is not obliged to deal with each potential investor equally or provide the same information to each potential investor. Moroku reserves the right, at any time, to cease soliciting expressions of interest from a potential investor or terminate that investor's participation in any process it is conducting. Moroku reserves the right to negotiate with one or more potential investors at any time and to enter into a formal agreement with any one or more potential investors without prior notice to the recipient or other potential investors. Moroku reserves the right to modify, at any time, the procedures relating to any process it is conducting, terminate or extend the process, without providing any reasons and may reject or decline any proposal from a potential investor in its absolute discretion. Moroku reserves the right to take any action, whether in or out of the ordinary course of business, including but not limited to the offer or sale of any securities or property.
- In Australia, each recipient of this Memorandum represents and warrants that the recipient meets the requirements of section 708(8) or section 708(11) of the *Corporations Act 2001* (Cth) as either sophisticated investors or professional investors. Without limiting the foregoing, each recipient represents and warrants that it is able to receive this presentation without contravention of any applicable legal restriction in the jurisdiction in which it resides, conducts business or receives this Memorandum.

Appendix – Project Excedo

- Be the preeminent technology operators for banks, credit unions and fintechs in Australia
- Who are struggling to differentiate and keep up with the pace of technology and compliance
- Whilst sat on aging infrastructure like DA and Ultradata
- By leveraging Moroku's IP in Odyssey and Money and technology partnerships
- We will deliver a full, service model available on a subscription service based on either customer numbers or asset size
- Growing organically and inorganically through acquisition
- To acquire dominant market share by 2027
 - CX ✓
 - Core Banking System ✓
 - \$1M ARR by June 2024
 - \$60M ARR by June 2025