

A woman with blonde hair is lying on her back on a wooden deck, wearing a bright pink bikini. She is looking up with her eyes closed. To her right is a swimming pool with blue water. The text 'Kiss My Butterfly' is written in a stylized blue font with a pink lip icon above the 'K'.

# Kiss My Butterfly

DESIGNED & MADE TO BE WORN WITH  
**ATTITUDE**

## **E-COMMERCE FASHION INDUSTRY**

Investment Opportunity  
Capital Raising up to \$250K  
ROI 14.25% pa



# Letter to Investors



Dear Potential Investor,

My name is Montgomery Grant and as the Managing Director of Kiss My Butterfly Pty Ltd, it is my pleasure to present the following document to you which I think is an exciting investment opportunity and has an attractive combination of a fixed income return and capital gain potential. There is also an exit mechanism built into the structure which may suit many investors.

I have been heavily involved in the Clothing Industry since the late 1980s and have seen a lot of fads come and go.

As you will be aware, online e-commerce is going from strength to strength each year.

After enduring the global pandemic, it became clear that the optimal business strategy moving forward involved direct-to-consumer online sales supported by local production capabilities.

Taking this into account, now is the time to re-establish a manufacturing base on the Gold Coast in Queensland to take advantage of being an online retailer with its own local manufacturing backup to insulate against international distribution outlets inability to supply.

I have always identified local, on time manufacturing capabilities as a strength rather than a liability. Now that the Federal Government is encouraging onshore manufacturing again across several industries, we are firmly positioned to take advantage.

I have been monitoring the online sales space for the last 5 years, whilst researching the ins and outs of the industry including successful and unsuccessful operators.

I have also been watching closely the successful rise of one Brand - that being Byron Bay based Micro Bikini manufacturer [Wicked Weasel](#).

Mirroring their consistent growth year on year, I went about developing a quality Brand and styles to reflect and compete in the same online shopping space with the assistance of former Wicked Weasel management. All of these details are contained in this document.

Wicked Weasel sold their operations in recent years to an American company with the new owner taking the Brand offshore to the Philippines and changing their style, therefore changing their audience and moving away from what was once a successful formula. That's when I knew it was time to go to market using the tried and proven products they had enjoyed success with, as well as expanding the range to take advantage of the interest and appetite for quality-made fun styles.

That being said, this will be the first of many Brands we intend to take to market.

I conservatively feel this offer is only the beginning of the journey and the additions of more Brands as each is settled in and running smoothly will only add to the value of your investment.

I hope you enjoy reading the document and can join me as a shareholder in making the company a huge international success. I am not going to rest until this objective is achieved.

I look forward to discussing in detail my vision and would be pleased to answer any questions you may have.

A handwritten signature in black ink that reads 'Montgomery Grant'.

Montgomery Grant  
Managing Director  
Kiss My Butterfly Pty Ltd



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# Disclaimers & Warnings

In consideration of Kiss My Butterfly Pty Ltd ("KMB" or the "Company") (ABN: 84 626 331 897) providing this Offer Document to the recipient. The recipient acknowledges that the contents of this Offer Document are confidential to the Company and the recipient agrees not to disclose, distribute or permit to be communicated verbally, directly or indirectly or otherwise, or to otherwise publish the contents of this Offer Document except with the prior written consent of the Company.

For the purposes of this acknowledgment "recipient" includes, without limitation, any principal, director, officer, shareholder, employee or agent of the recipient. This Offer Document provides a summary of the main features of the Company. It contains general advice only and has been prepared without taking into account any investor's objectives, financial situation or needs. Investors should read the Offer Document carefully and assess whether the information is appropriate for them in respect of their objectives, financial situation and needs.

This Offer Document does not purport to contain all the information that a prospective investor may require. In all cases, interested parties should conduct their own investigation and analysis of the Company and the data contained in this Offer Document.

The Company does not make any representation or warranty as to the accuracy or completeness of the information contained in this Offer Document. Furthermore, the Company shall not have any liability to the recipient or any person resulting from the reliance upon this Offer Document in determining to make an application to invest in the Company.

The Company considers that the financial and non-financial information contained in this Offer Document has been prepared to the best of its reasonable knowledge and ability. However, recipients must rely on their own investigation of all financial information and no representations or warranties are or will be made by the Company as to the accuracy or completeness of such information. The Company makes no representation about the underlying value of the securities on offer. Prospective investors must make their own assessment about whether the price of the securities being offered represents fair value.

## ASIC Class Order 02/273 Investor Warning

Investment in new business carries high risks. It is highly speculative and before investing in any project about which information is given, prospective investors are strongly advised to take appropriate professional advice.

The information contained in this publication has been prepared by or on behalf of the Company. Kiss My Butterfly Pty Ltd as the Class Order Operator has not undertaken an independent review of the information contained in this publication.

The information contained in this publication about the proposed business opportunity and the securities or scheme interests is not intended to be the only information on which the investment decision is made and is not a substitute for a disclosure document, Product Disclosure Statement or any other notice that may be required under the Corporations Act, as the Act may apply to the investment. Detailed information may be needed to make an investment decision, for example: financial statements; a business plan; information about ownership of intellectual or industrial property; or expert opinions including valuations or auditors' reports.

Prospective investors should be aware that no established market exists for the trading of any securities or scheme interests that may be offered; and This Publication is subject to Australian Securities and Investment Commission (ASIC) Class Order 02/273 as extended "Business Introduction or Matching Services".

# Disclaimers & Warnings

## Future Statements

Except for historical information, there may be matters in this publication that are forward-looking statements. Such statements are only predictions and are subject to inherent risks and uncertainty. Forward-looking statements, which are based on assumptions and estimates and describe the Company's future plans, strategies, and expectations are generally identifiable by the use of the words 'anticipate', 'will', 'believe', 'estimate', 'plan', 'expect', 'intend', 'seek', or similar expressions. Investors are cautioned not to place undue reliance on forward-looking statements. By its nature, forward-looking information involves numerous assumptions, inherent risks and uncertainties both general and specific that contribute to the possibility those predictions, forecasts, projections and other forward-looking statements will not occur. Those risks and uncertainties include factors and risks specific to the industry in which the Company operates as well as general economic conditions and prevailing exchange rates and interest rates.

Actual performance or events may be materially different from those expressed or implied in those statements. All forward-looking statements attributable to the Company or persons acting on behalf of the Company are expressly qualified in their entirety by the cautionary statements in this section. Except as expressly required by the Act, the Company undertakes no obligation to publicly update or revise any forward-looking statements provided in this publication whether as a result of new information, future events or otherwise, or the risks affecting this information. None of the Company, its officers or any person named in this publication with their consent, or any person involved in the preparation of this publication, makes any representation or warranty (express or implied) as to the accuracy or likelihood of fulfilment of any forward looking statement except to the extent required by law. The forward-looking statements reflect the views held only as at the date of this Offer Document.





# The Offer

Kiss My Butterfly Pty Ltd (KMB) ABN: 84 626 331 897 intends to raise up to \$250,000 as seed capital in the form of 14.25% Redeemable Convertible Preference Shares to fund the Company's growth plans. This offer document seeks to raise the \$250,000 with funding allocated to each milestone as set within the growth strategy for KMB.

KMB is offering a return on investment of 14.25% pa paid quarterly in arrears. In addition you will be open to earn a potential capital gain on your investment as spelled out under the section entitled "Terms of Investment and Terms of Preference Shares" on Page 4 below.



Digitally  
Innovative  
Platform

One  
Brand  
More To  
Follow

Revenue  
Growth  
\$10+M  
< 3 Years

International  
Focus

# Executive Summary

KMB was established to make an impact on the e-commerce fashion industry whilst retaining local manufacturing within Australia for high demand products. Using a sophisticated technology platform that integrates branding, consumer engagement, digital innovation and product development, KMB is a fusion of fashion and technology within a niche market.

Founded by industry veteran Montgomery Grant, KMB draws upon his 30-year experience to deliver an integrated service solution that manufactures local products to a global audience.

A key challenge within Australia is to deliver quality products manufactured locally for an affordable price. Whilst manufacturing of Australian fashion labels has continued to source off-shore capabilities, KMB plans to increase its margins through technological advancement rather than low cost off-shore wages, ensuring that local manufacturing is retained and viable within Australia.

With a fashion brand established, greater than \$700,000 of equipment ready and a team hand-picked to cover specialist roles, KMB seeks financial partners with a seed investment of up to \$250,000 that can assist to drive revenue streams to exceed \$10 million over 3 years and develop an Australian Fashion Brand through the use of tech enhancement.

The injection of \$250,000 will be used to take advantage of the current market conditions, develop the purpose built tech platform and re-establish a manufacturing facility in regional South East Queensland.

## Return on investment and Terms of Preference Shares

### The terms of the investment are summarised as follows:

- (a) In respect of each Preference share you will be entitled to receive a cash return of 14.25% per annum of the amount of cash invested and the return will be paid quarterly each September, December, March and June.
- (b) The term of your investment is 12-24 months however at the end of 2 years from the date of your investment you will have an option to convert the Preference Shares into fully paid Ordinary Shares in the company based on the Preference Share Issue Price of \$4.00 per share. This means that you will be entitled to participate in Ordinary Dividends and Capital Gain if you decide to convert. If you convert to ordinary shares then the amount of the dividend payment is entirely dependent on the trading results and position of the company.
- (c) The conversion decision is exclusively your decision and if you decide, after looking at the company's performance for two years, that you do not wish to become an ordinary shareholder then the company is contractually bound to repay your Preference Shares for the sum of your original investment outlay at the end of the subsequent two years.
- (d) The company is required to pay you the 14.25% Preference Share Dividend for the entire time you are a Preference Shareholder.
- (e) Investment is secured against current Equipment and Stock, with a all interest payments guaranteed by (National Australia Bank) secure bank deposit.
- (f) As with any investment, we acknowledge the presence of risk. However, we have taken extensive measures to minimize it.

# Brand Overview

Kiss My Butterfly Pty Ltd (KMB) has entered the lucrative, yet niche market of Brazilian swimwear and lingerie.

The management team at KMB leverages its design and manufacturing expertise to deliver cutting-edge product development solutions for both local and international markets.

Drawing from insights gained by studying other successful brands as a benchmark, KMB aims to evolve into a brand with considerable market share.

With a dedicated Social Media Marketing Plan along with in-person events, the team at KMB is positioned to take advantage of the extensive global market that currently exists.

Having worked extensively as a production consultant for over 10 years with the original owners of [Wicked Weasel](#), we have a thorough knowledge of the bikini market being targeted, giving KMB a solid base to launch from day one.

KMB plans to leverage e-commerce as its primary platform for a global brand launch, aiming to tap into the lucrative Swimwear and Lingerie market expected to reach USD 29.1 billion by 2025.

The launch team is in place, and a detailed business plan created outlining paths to profitability. Sales are forecasted to surpass \$3 million within four years, with an EBITDA of approximately \$1.6 million, driven by tailored marketing strategies.

KMB will focus on capitalizing on these significant opportunities within the online markets for women's Brazilian Bikinis and Lingerie.

## STRENGTHS

- Perceive market demand
- Onshore local operation
- Minimal overhead costs
- Competitive style/price advantage
- Passion and innovation
- Comprehensive design and industry experience

## WEAKNESS

- Lack of capital

## OPPORTUNITY

- Growing global market
- Growing consumer acceptance of these styles
- Staged innovative marketing plan
- Skilled personnel in place

## THREATS

- Lack of capacity to service the potential market

KMB aims to reach consumers through cost-effective channels, utilising advanced online store technology and social media campaigns.

With substantial expertise in design and manufacturing, KMB is poised to create a modern production and distribution facility, guaranteeing top-tier quality, rapid turnaround, and a dependable supply chain, providing both flexibility and reliability.

At the core of the business is its committed social media team and the integration of cutting-edge ecommerce systems across the brand.

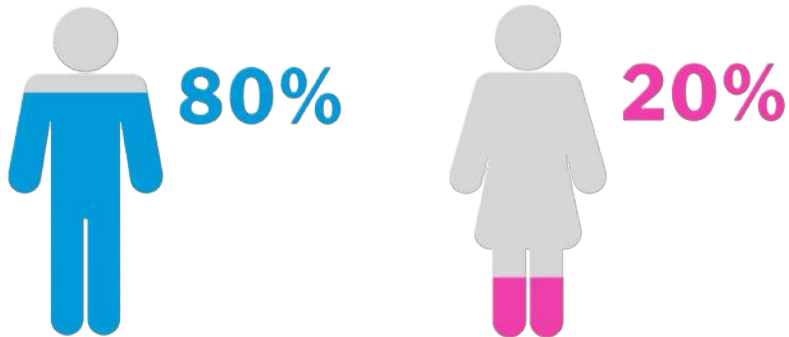


# Target Market & Demographic

KMB plans to leverage e-commerce as its primary platform for a global brand launch, aiming to tap into the lucrative Swimwear and Lingerie market expected to reach USD 29.1 billion by 2025.

Having extensive target market research obtained from our collaboration with the original Wicked Weasel, we have pinpointed a niche demographic:

Males aged 20 to 55+ purchasing swimwear for the woman in their lives.



Key competitors in the current market:

- [WickedWeasel.com](http://WickedWeasel.com)
- [MalibuStrings.com](http://MalibuStrings.com)
- [Skinzwear.com](http://Skinzwear.com)
- [Brswimwear.com](http://Brswimwear.com)

Recent shifts in ownership at Wicked Weasel have led to changes in their brand strategy, including relocating production from Australia to the Philippines.

This transition presents an opportunity for us to capitalize on the Australian-made and designed reputation within this market, while also gaining access to their skilled workforce.



# Target Markets

As global markets become localised through digital innovation, KMB has identified key markets for their brands and niche products.

Validated by the previous Weasel management regarding current market activity and the growing interest from expats in emerging markets like the Middle East, Japan, and South Korea.





# Revenue Model

## PRODUCTS AND SERVICES CURRENT AND FUTURE

Products will be responsive to market demand, with designs crafted and manufactured locally to uphold high quality and cost-effective production while staying competitive.

KMB will deliver the following products and services via its online portal.

1. Exotic swimwear
2. Risqué underwear
3. Raunchy clothing (where less costs more)
4. Sun tanning products

## AFFILIATED PHOTOGRAPHY FORUM PLATFORM

The [So Skimpy](#) brand will be launched as an online community for Kiss My Butterfly enthusiasts, providing an additional income stream for the company.

Members will have exclusive access to So Skimpy's premium galleries featuring contributions from models worldwide, along with access to archive galleries. These benefits will be available to members on a monthly or yearly subscription basis. Model contributors will receive free access to the platform and have the opportunity to participate in monthly content competitions. They can also receive tips from members, which can be spent exclusively at the KMB online store.

[So Skimpy](#) is expected to add over 800 new members to the platform each month, with membership priced at \$4.00 USD per month or \$30 USD per year.





# Go to Market Strategy

## 1. ONLYFAN GIRLS:

We will collaborate with OnlyFans creators who align with KMB branding. They will promote a limited-edition bikini on their wishlist, with a portion of each sale going to them. By sharing behind-the-scenes content while wearing our bikinis, these creators will generate buzz and increase our brand's visibility.

## 2. SOCIAL MEDIA:

Use high-quality images and videos to showcase our bikinis and encourage customers to share and tag our brand. Highlight behind-the-scenes content of design and manufacturing, emphasizing our unique Gold Coast origin. Run seasonal promotions and collaborate with influencers across Instagram, TikTok, Pinterest, Facebook, and YouTube. Leverage popular and branded hashtags, contests, and analytics to refine our strategy. Build a community to engage followers and use email integration to foster loyalty and offer exclusive deals.

## 3. YOUTUBE:

Using YouTube will effectively showcase our products to a broad audience. Behind-the-scenes content of our design and production process will build trust in our Australian-made brand. We'll offer styling tips, collaborate with influencers and models, and use call-to-action videos to drive traffic to our website.

# Current Assets: Plant and Equipment

## PLANT & EQUIPMENT

The carrying value of Plant and Equipment is based on the Current Replacement Value less a provision for depreciation of 40% so as to arrive at the Current Written Down Value. Thereafter the straight line method of depreciation at 10% p.a. has been applied.



Item	Unit Value	Qty	Value
Torielli Clicker Machine	\$45,000	1	\$45,000
Reliant 713 Large Auto Fusing	\$80,000	1	\$80,000
Reece Series 46 Pocket Welter	\$36,000	4	\$144,000
Auto Pic Stitch Lapel Setter	\$53,000	1	\$53,000
Auto Belt Looping Machine	\$22,000	2	\$44,000
Row Capping Machine	\$41,000	3	\$123,000
Blind Stitch Coat Liner	\$28,000	1	\$28,000
Pfaff Sleeve Head	\$17,000	2	\$34,000
Singer Edge Blaster	\$23,000	2	\$46,000
Small Fusing Machines	\$36,000	2	\$72,000
Auto Banding System	\$25,000	2	\$50,000
Assorted Machines	\$75,000	1	\$75,000
Layup Tables	\$15,000	1	\$15,000
Cutting Systems	\$25,000	1	\$25,000
Barbanti Carlo Comput Form	\$68,000	1	\$68,000
Finisher Block Press	\$48,000	1	\$48,000
Twin Press	\$30,000	2	\$60,000
Plain Sewers	\$3,500	25	\$87,500
Twin Needle	\$6,000	5	\$30,000
Overlockers	\$4,500	12	\$54,000
Chain Stitch Machine	\$7,000	5	\$35,000
Bartack Machines	\$15,000	3	\$45,000
<b>Estimated Replacement Value</b>			<b>\$1,261,500</b>
Less provision for depreciation			\$511,500
<b>Current Written Down Value</b>			<b>\$750,000</b>

# Use of Funds Raised

• Factory Space: Initial rental and fit out costs	\$60,000
• Labour Cost: Production workers and administrative staff	\$120,000
• Raw Materials: Fabric and trims for bikini stock	\$20,000
• Design and Development: Research of new designs	\$2,000
• Product Expansion: Sampling before full-scale production	\$3,000
• Photo Shoots	\$5,000
• Social Media Marketing and Branding	\$25,000
• Insurance: Facility, equipment and workers compensation	\$5,000
• Contingency Fund: Unexpected expenses	\$10,000
<b>Total application of funds raised</b>	<b>\$250,000</b>

Note: These figures above represent three months trading.

We anticipate reaching our breakeven point comfortably within the initial three months of trading.





# Executive Team

## Montgomery Grant CEO / Managing Director

Montgomery Grant, CEO/Managing Director of LTDOMG and its registered brands and trademarks, boasts decades of experience in the clothing and fashion industries since the 1980's. He's renowned for his foresight in style trends and niche markets, from pioneering the second-hand Levis 501 trend to producing quality clothing lines.

Notably, he played a crucial role in the dance wear range featured in the iconic video clip 'Bust a Move' in 1989.

With a keen eye for emerging trends and market shifts, Montgomery has navigated various business scales, from small operations to an AS-listed company with over 60 direct and 800+ indirect employees.

In his current venture, he aims to capture significant market share through strategic team efforts and innovative technology platforms, leveraging his industry reputation to stay ahead of the curve.



## Bruce Judge Chairman / Director

Bruce Judge brings to the table an impressive 50 years of experience in company finance, corporate takeovers, and the development of new enterprises. His extensive career encompasses notable ventures such as Repco, Sanctuary Cove, and Ariadne Australia.

With a wealth of expertise covering ASX listed, unlisted, and private companies, Bruce serves as an invaluable resource for the executive team. His multifaceted skill set and seasoned perspective are instrumental in steering the company towards its strategic goals and navigating the complexities of the business landscape with confidence and precision.



## Marianne Metzger Operations

As a key executive with over 18 years' experience in the fashion industry, Marianne was instrumental in driving growth in her role as General Manager for [Wicked Weasel](#), an online manufacturer of niche swim wear and underwear. Marianne was also fundamental in establishing from the ground up the highly successful [Microminimus](#) platform. With expertise across all facets of the day-to-day business, Marianne will drive internal efficiencies to manage staff, manufacturing requirements and key relationships with suppliers.



# Executive Team

Michael Finn  
Chief Technology Officer

Michael and his dynamic team at [MADROO Pty Ltd](#) (Mobile and Digital Australia) are dedicated to providing a wide array of digital services, ranging from meticulous software and hardware maintenance to innovative website and application development. This team brings a wealth of diverse qualifications and extensive global experience.

Their certified ATO developer status showcases their dedication to excellence. Michael and his team at MADROO provide innovative solutions that surpass expectations and foster lasting success in the dynamic digital realm.

Capabilities Statement Link -

<https://madroo.com/madroo-capabilities-statement/>



Bryan Monypenny  
Social Media/Marketing Specialist

Bryan Monypenny is a seasoned social media and marketing specialist with a proven track record of driving results for clients across various industries.

With a keen understanding of digital trends and consumer behavior, Bryan and his team craft tailored strategies to enhance brand visibility, engagement, and conversion rates. Their expertise lies in creating compelling content, managing social media campaigns, and optimizing digital advertising efforts to meet business objectives.

With a passion for innovation and a dedication to staying ahead of the curve, they consistently deliver impactful solutions that resonate with target audiences and drive business growth.



# Company Products & Services



Kiss My Butterfly (KMB) is tailored for entry into the lucrative micro Brazilian swimwear and lingerie markets. Utilizing existing production facilities available, KMB is well positioned to swiftly enter the market.

With guidance from former key [Wicked Weasel](#) management, KMB is primed for an expedited international launch, avoiding common startup pitfalls.

Our marketing approach incorporates bikini competitions, giveaways, and deploying promotional vehicles in the coastal regions of southeast Queensland. Targeting males aged 18 to 55+ provides KMB with a competitive edge, setting it apart from brands exclusively catering to female demographics.



[So Skimpy](#) is a user-friendly online community platform affiliated with KMB, catering to women who wish to share their photos within the So Skimpy platform.

While operating separately, it is linked to KMB. The site hosts online picture competitions voted on by members, offering sales vouchers as prizes.

Contributing members gain access to financial tips redeemable within the KMB online store. Membership options include monthly or annual subscriptions, with the annual plan featuring a major launch prize: a premium trip for two, including flights, luxury accommodation, theme park passes, a Ferrari experience, and \$10,000 spending money. Members document their trip via video, with most expenses covered by third parties



Once KMB enters production and maintains adequate stock levels for monthly style updates, our strategy entails the introduction of a structured Retail Franchise System. This system provides an opportunity for investors to align with our e-commerce approach by vending KMB merchandise online.

Our emphasis lies in delivering premium swimwear, intimate apparel, and accessories, targeting fashion-forward women and male gift purchasers. Through franchising, franchisees can efficiently promote products within their circles using an online sales platform, thereby expanding KMB's global market presence. The managed retail franchise system empowers investors to operate on a worldwide scale without geographical constraints. Revenue streams from franchisees comprise Grant Fees, Online Store Rental Fees, Service Fees, and Management Fees.





# Financial Projections



The financial projections set out have been developed to focus on KMB and its niche market targeted to include these key assumptions:

- KMB standard micro Bikini set sale price \$98.00 we will need to sell 60 units per day minimum world-wide = \$5,880
- KMB Caps @ \$39.95 x 15 = \$599.25
- KMB T-Shirts @ \$49.95 x 20 = \$999.00
- KMB Hoody @ \$89.95 x 10 = \$889.50
- Averaging the numbers daily will give the company a cashflow of \$8367.75
- Weekly \$58,574.25 plus annual \$3,045,861 first year.
- Initial investment is sufficient to achieve 12 month milestones and profitability within 6 months.

RECEIPTS	Year 1	Year 2	Year 3
KMB sales	3,045,861	6,091,722	17,503,444
Online community members (So Skimpy)	300,000	1,660,000	3,320,000
Franchise System (19,750)	300,000	750,000	2,000,000
Total Sales	3,645,861	8,501,722	17,505,444
NET PROFIT AFTER TAX	918,689	2,550,516	5,251,633

Refer Appendix 1 for detailed breakdown.

Note: all amounts shown are net of GST. Export sales do not attract GST.

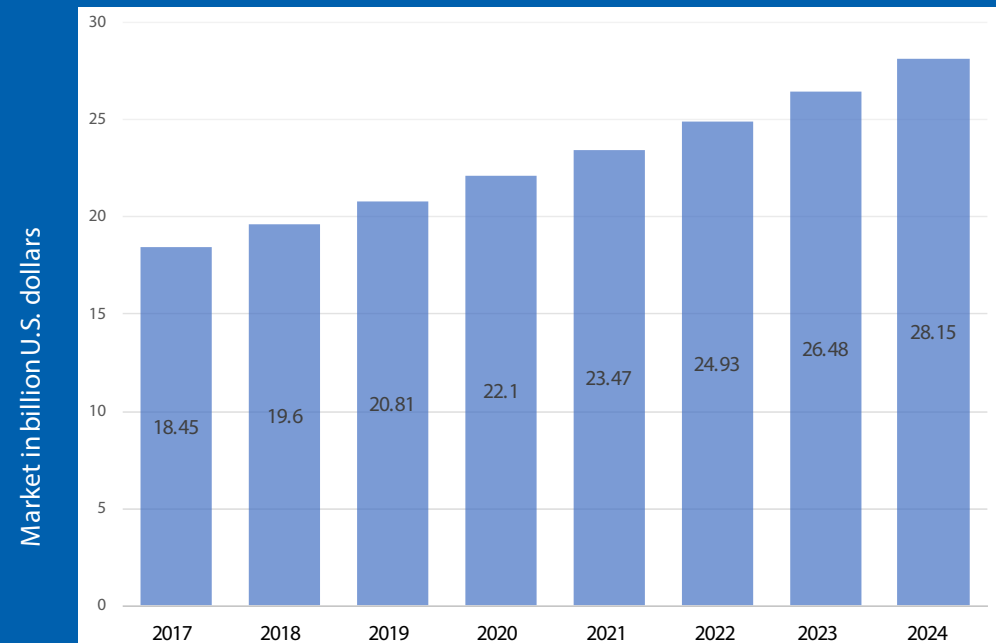
## Market Research

The graph opposite confirms the continued growth identified in the market to be pursued.

We believe that achieving KMB's objectives would secure approximately 0.005% of the global market share.

Reinforcing our research and forecasts is the expertise that the Executive Team contributes to the company (see page 11).

## Swimwear Market Value Worldwide



Source: Statista Corp 2019

# Franchise System Profitability

An online retail franchising system for Kiss My Butterfly offers significant benefits:

**Global Reach:** Leveraging the internet enables worldwide customer access, boosting market reach and revenue potential.

**Low Overhead Costs:** Online franchises incur fewer expenses compared to traditional brick and mortar stores, resulting in higher profit margins.

**Scalability:** With minimal investment, the franchise system can rapidly expand market share globally, accommodating increase in demand.

**Flexibility:** Franchisees enjoy autonomy, operating from anywhere with internet access, appealing to their entrepreneurial spirits.

**Diverse Revenue Streams:** Multiple income channels including fees, royalties, and product sales bolster profitability.

**Brand Recognition and Loyalty:** A network of franchisees enhances brand visibility, fostering loyalty and repeat business.

**Adaptability to Market Trends:** Quick adaptation to market shifts ensures relevance and competitiveness.

**Continuous Innovation:** Centralised support fosters innovation, keeping the brand ahead of the curve.

In summary, an online franchising system for Kiss My Butterfly offers a profitable business strategy by leveraging global reach, scalability, cost efficiency, flexibility, diversified revenue streams, brand recognition, adaptability, and continuous innovation. This dynamic business model not only drives revenue growth but also fosters long-term success for both the franchisor and franchisees..



# Other Corporate Information

## 11.1 Legal Entities

Kiss My Butterfly Pty Ltd ABN: 84 626 331 897

## 11.2 Directors

Montgomery Grant

## 11.3 Executive Team

Montgomery Grant – CEO  
Bruce Judge - Chairman  
Marianne Metzger - Consultant  
Michael Finn - Operational Team  
Bryan Monypenny - Social Media/Marketing Team

## 11.4 Enquiries

Montgomery Grant  
Mobile: [+61 400 889 515](tel:+61400889515)  
Email: [admin@kissmybutterfly.com.au](mailto:admin@kissmybutterfly.com.au)

## 11.5 Subsidiaries (Wholly Owned)

Kiss My Butterfly Pty Ltd (ABN: 84 626 331 897)  
Also T/a So Skimpy

## 11.6 Accountants

PKF Brisbane

## 11.7 Corporate Advisor

Valete Corporate Advisory

## 11.8 Solicitor

Cranston McEachren





# Corporate Governance/Continuous Disclosure

## 12.1 Risk Analysis

Due to the nature of the Company's products or services and entering the commercialisation phase of its development, the Directors and Executives believe that investment in the Company remains speculative. Many of the risks are outside the Company's control and the Company implements risk reduction strategies where possible. The Directors and Executives are confident that the additional funds being sought will enable the Company to capitalise the next phase of activity. There can be no guarantee that the Company will achieve its stated objectives or that any forward-looking statements will eventuate.

Accordingly, an investment in the Company should be regarded as speculative. This information does not purport to be a comprehensive statement of all risks; an investor should seek and obtain professional advice prior to deciding whether or not to invest in Kiss My Butterfly Pty Ltd.

## 12.2 Financial Reporting To Investors

Kiss My Butterfly Pty Ltd will ensure that in accordance with its duties under the Act, annual financial information will be made readily available to the Board and its investors. The Company will produce an annual investor report incorporating Profit & Loss, Balance Sheet, Cash Flow and Operations Report in accordance with International Financial Reporting Standards (IFRS).



# Investor Benefits

## OVERVIEW

Limited memberships are up for grabs. The funds are projected to be necessary for a minimum period of 12 to 24 months, accruing interest at a rate of 14.25% per annum, paid quarterly.

## LIST OF BENEFITS

1. Quarterly payments of 14.25% interest on deposited funds.
2. Opportunity to convert to fully paid Ordinary Shares at AUD \$4.00 per share after two years.
3. Enjoy a 30% discount on all KMB purchases for the initial 12 months, followed by a 20% discount thereafter throughout the investment period.
4. Branded Cap.
5. Exclusive VIP invitation to spectate in a photo shoot.
6. Lifetime membership to our esteemed online community, [So Skimpy](#), designed for daring model imagery.
7. Annual birthday gift.
8. Quarterly invitations to attend BBQ gatherings at the factory, featuring model showcases of our latest designs.



# Glossary of Terms

This glossary of terms is provided to assist persons in understanding some of the expressions used in this Offer Document.

\$ means Australian dollars

APPLICANT is used interchangeably with INVESTOR and means a person who applies to invest in accordance with this Offer Document

APPLICATION means a valid application to invest under this Offer Document

APPLICATION MONIES means monies received from an Applicant in respect of an Application

ASIC means Australian Securities & Investment Commission

BOARD means the board of directors of the Company duly appointed in accordance with the Company's Constitution

CLASS ORDER means the Class Order 02/273 Business Introduction or Matching Services as prescribed by ASIC

CLOSING DATE : 30th August 2025

COMPANY or The Company means the entity as shown on the front cover of the Offer Document

CONSTITUTION means the constitution of the Company and all the amendments thereto

CORPORATIONS ACT or the ACT means Corporations Act 2001 (Cth) including the Corporations Regulation 2001 (Cth) as amended from time to time

DIRECTORS mean the directors of the Company

OFFER DOCUMENT means this document dated 30th June 2025 as modified or varied by a Supplementary or Replacement Offer Document made by the Company

INVESTOR MEETING means a meeting between the Company and potential investors which is organised for the purpose of investing in an Offer conducted by the Company or its accredited Consultant and not held at premises of any potential investor

MINIMUM INVESTMENT means the average minimum investment of \$10,000 available to an investor pursuant to this Offer Document

OPENING DATE means the opening date of the Offer as shown on the front cover of the Offer Document

OVERSEAS INVESTOR is an investor that is domiciled overseas

PREFERENCE SHARE Preference Share means one \$4.00 14.25% Convertible redeemable cumulative fully paid preference share issued on terms set out under the Preference Share Terms available on request

SOPHISTICATED AND PROFESSIONAL INVESTORS means those terms ascribed under Sections 708(8) and (11) of the Act

SMALL SCALE OFFERING means offers to issue or sell securities or scheme interests made under Section 708 of the Act 2001





# APPENDIX 1: Detailed Financial Projections

## Kiss My Butterfly Pty Ltd Trading and Profit and Loss Forecasts for the first three full years of Trading

	Year 1	Year 2	Year 3		Year 1	Year 2	Year 3
Product sales (net of vouchers and disc)	\$3,045,861	\$6,091,722	\$17,503,444	Staff Amenities	\$3,482	\$3,750	\$4,100
<b>less direct cost of production ( Net)</b>				<b>Total Expenses</b>	<b>\$1,356,158</b>	<b>\$2,032,600</b>	<b>\$3,192,598</b>
Raw Materials	\$258,671	\$517,341	\$1,034,683	<b>Earnings before Tax and Depreciation</b>	<b>\$894,364</b>	<b>\$2,584,593</b>	<b>\$6,538,911</b>
Labour	\$396,628	\$758,768	\$1,448,555	Depreciation	\$75,000	\$75,000	\$75,000
Cost of Samples	\$35,650	\$57,040	\$91,264	<b>Pre Tax Operating Profit</b>	<b>\$819,364</b>	<b>\$2,509,593</b>	<b>\$6,463,911</b>
<b>Total Production Costs</b>	<b>\$690,949</b>	<b>\$1,333,149</b>	<b>\$2,574,502</b>	<b>Less</b>			
<b>Gross Profit</b>	<b>\$2,354,912</b>	<b>\$4,758,573</b>	<b>\$9,608,942</b>	Provision for Taxation	\$204,841	\$627,398	\$1,615,978
Gross Profit Margin	59.93%	61.35%	62.68%	<b>Earnings</b>	<b>\$614,523</b>	<b>\$1,882,195</b>	<b>\$4,847,933</b>
<b>Other Income</b>				Less 14.25% Preference Share Dividends	<b>\$35,625</b>	<b>\$35,625</b>	<b>\$35,625</b>
So Skimpy online community members	\$300,000	\$1,660,000	\$3,320,000	<b>Retained Earnings</b>	<b>\$578,898</b>	<b>\$1,846,570</b>	<b>\$4,812,308</b>
KMB Franchisees	\$300,000	\$750,000	\$2,000,000	<b>Metrics</b>			
<b>Total Other Income</b>	<b>\$600,000</b>	<b>\$2,410,000</b>	<b>\$5,320,000</b>	Product Sales growth	n/a	100%	100%
<b>Total Income</b>	<b>\$2,954,912</b>	<b>\$7,168,573</b>	<b>\$14,928,946</b>	Other Income Growth	n/a	113%	121%
<b>Less Overheads</b>				Gross Profit Margin	59.93%	61.35%	62.68%
Postage and Handling	\$144,560	\$289,120	\$535,240	Expenses as a % of Total Income	59%	43%	32%
Photography and Video	\$36,000	\$48,000	\$88,000	Earnings as a % of Total Revenue	22%	32%	40%
Accounting and Audit Fees	\$24,000	\$26,000	\$30,000	<b>Note 1:</b>			
Bank Fees	\$4,450	\$5,070	\$5,115	<b>Wages and Contractors and related costs</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
General Expenses	\$55,000	\$110,000	\$220,000	Models	\$60,000	\$79,000	\$90,000
Insurance	\$19,500	\$21,300	\$21,450	Digital Marketing	\$180,000	\$250,000	\$380,000
Legal Fees	\$20,000	\$30,000	\$40,000	Bookkeeping	\$22,900	\$30,800	\$52,360
Merchant Fees	\$65,653	\$134,756	\$281,011	IT contractors and related	\$97,940	\$170,000	\$250,000
Motor Vehicle Expenses	\$41,470	\$51,040	\$66,096	Consultants	\$70,650	\$90,540	\$120,600
Printing & Stationary	\$12,750	\$18,000	\$21,050	Executive Management	\$150,000	\$200,000	\$250,000
Rent	\$160,000	\$165,000	\$170,000	Superannuation	\$49,803	\$96,984	\$188,726
Telephone	\$9,900	\$17,000	\$22,000	Product Developments and Testing	\$60,000	\$120,000	\$240,000
Travel Expenses	\$45,000	\$57,000	\$65,000	Workers Compensation Insurance	\$21,450	\$42,000	\$80,000
Website Development	\$31,650	\$27,000	\$41,850	<b>Total Wages and Contractors and related costs</b>	<b>\$712,743</b>	<b>\$1,079,324</b>	<b>\$1,651,686</b>
Wages and Contractors and related costs (see Note 1)	\$682,743	\$1,029,324	\$1,581,686				



## APPENDIX 2: Detailed Financial Projections

### Kiss My Butterfly Pty Ltd Pro Forma Balance Sheet for the first three full years of Trading

	On Capital Raising	Year 1	Year 2	Year 3		On Capital Raising	Year 1	Year 2	Year 3
<b>Current Assets</b>					<b>Equity</b>				
Cash and Cash Equivalents	\$250,000	\$1,087,668	\$2,233,042	\$6,120,117	Issued Capital	\$873,000	\$873,000	\$873,000	\$873,000
Raw Material	\$8,000	\$241,426	\$482,852	\$627,707	Preference Share Capital	\$250,000	\$250,000	\$250,000	\$250,000
Finished Goods	\$10,000	\$310,405	\$620,810	\$744,971	Retained Earnings	\$-	\$597,923	\$1,865,595	\$4,831,333
Deposits	\$12,000	\$15,000	\$20,000	\$25,000	Capital Raising Costs	\$(30,000)	\$(30,000)	\$(30,000)	\$(30,000)
Prepayments	\$2,000	\$40,000	\$60,000	\$80,000					
Other Current Assets	\$10,000	\$20,000	\$40,000	\$60,000	<b>Equity</b>	<b>\$1,403,000</b>	<b>\$1,940,923</b>	<b>\$3,208,595</b>	<b>\$6,174,333</b>
<b>Total Current Assets</b>	<b>\$523,000</b>	<b>\$1,713,499</b>	<b>\$3,456,703</b>	<b>\$7,657,796</b>					
<b>Non Current Assets</b>									
Plant and Equipment	\$750,000	\$900,000	\$1,100,000	\$1,100,000					
less Provision for Depreciation	\$-	\$75,000	\$150,000	\$225,000					
<b>Written Down Value</b>	<b>\$750,000</b>	<b>\$825,000</b>	<b>\$950,000</b>	<b>\$875,000</b>					
Brands at Director's Valuation	\$80,000	\$80,000	\$80,000	\$80,000					
<b>Total Non Current Assets</b>	<b>\$830,000</b>	<b>\$905,000</b>	<b>\$1,030,000</b>	<b>\$955,000</b>					
<b>Total Assets</b>	<b>\$1,073,000</b>	<b>\$2,118,499</b>	<b>\$3,986,703</b>	<b>\$8,112,796</b>					
<b>Less Liabilities</b>									
<b>Current Liabilities</b>									
Accounts Payable and accrued expenses	\$30,000	\$197,735	\$345,710	\$487,486					
Taxation Provision	\$-	\$204,841	\$627,398	\$1,615,978					
Staff Entitlement Provision	\$-	\$60,000	\$80,000	\$100,000					
Other current Liabilities	\$-	\$15,000	\$25,000	\$35,000					
<b>Total Current Liabilities</b>	<b>\$30,000</b>	<b>\$477,576</b>	<b>\$1,078,109</b>	<b>\$2,238,463</b>					
Non Current Liabilities	\$-	\$-	\$-	\$-					
<b>Total Liabilities</b>	<b>\$30,000</b>	<b>\$477,576</b>	<b>\$1,078,109</b>	<b>\$2,238,463</b>					
<b>Net Assets</b>	<b>\$1,043,000</b>	<b>\$1,940,923</b>	<b>\$3,208,595</b>	<b>\$6,174,333</b>					

Please see Appendix 3 for accompanying notes.

# Proposal: So Skimpy Platform

**Overview:** This platform, known as [So Skimpy](#), is dedicated to photography enthusiasts. Here, individuals, particularly models, can sign up for free memberships, while viewers interested in accessing content can opt for an annual membership or subscription plan.

- With an account, the user will be able to post their photos so that other members/models can like, follow the model profile, and give them monetary tips (that will be credited to the model's Tip Jar Wallet).
- The user will also be able to like, and follow the model profile, and give them a monetary tip (that will be credited to the model's Tip Jar Wallet).

**Reference:** The site which we propose to mirror is the successful: <https://www.microminimus.com/>

**Additional:** <https://www.kissmybutterfly.com.au> is from where the winning Gift voucher and tip credit can be redeemed, and users will be able to shop.

## Major Functionalities/Modules:

1. Members login/signup/subscription: This feature will allow users to register on the website portal, where they can login and activate their membership platform.
2. Members interact through:
  - a. Announcements: From this, the admin will create announcements for various competitions, upcoming events, and offers and users will get these notifications into their account.
  - b. Forum: From this, any user can post a topic to share their thoughts and other users can also comment.
  - c. Group creation: This feature page will allow users to create a group and to add/invite other users to join.
  - d. Members search/filter: Here the user will be able to search any other user by various filters like search online users, contributor, and their own followers.
  - e. Community: This page will show a brief of all three pages (Group, Forum, and Members).
  - f. Follow/Following: This feature will allow users to follow/unfollow each other.
  - g. Give Tip: Users can give a tip to any other member for their modelling photos.
  - h. Flag: The user can flag any other user for inappropriate behaviour.
  - i. Block: The user can block any other user.



# Proposal: So Skimpy Platform

## 3. Chat module for chatting one-to-one:

The chat feature will come in two options, Messaging System: Users will be able to send and receive messages from their account. Chat System: The chat option will allow users to chat to other members in a private tab or by creating a group.

## 4. Competitions with gift voucher prizes:

- This feature will allow the admin to create a competition/event where all users can participate and submit their entry (by uploading at least one photo) and other users can vote for them.
- Here a winner will be selected by getting the highest votes and they will be rewarded a digital coupon (created by Admin) that they can redeem by purchasing items from the KMB shop portal.

## 5. Payment Integration:

PayPal and credit card systems will be implemented for payment as well and a Wallet will be created.

## 6. Photo Gallery:

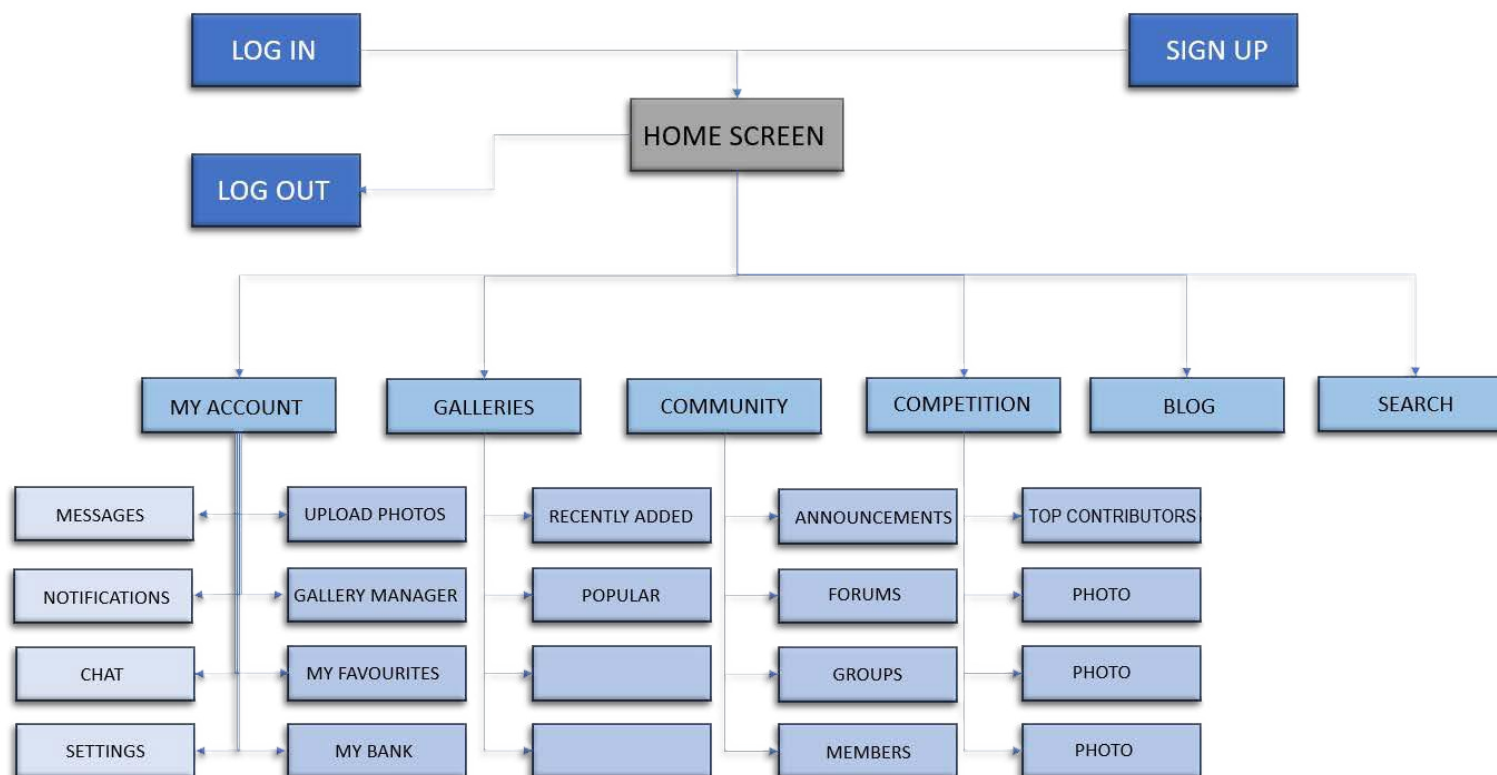
A photo gallery will be created with various filters to view where users will be able to view the uploader's photos, and profile.

## 7. Blog:

A blog feature will be developed with a single blog page template which will be managed by the Admin.

## 8. Help center:

This page will guide users with their queries related to account, payment, etc.





A woman's back and arm are visible on a beach. She is wearing a gold watch with a blue face and a pink heart logo. The text "Kiss My Butterfly" is written in a blue, cursive font with a pink heart above the 'y'. Below the text are four pink circular icons for Facebook, Instagram, TikTok, and YouTube. A pink lip print graphic with the words "INVEST NOW" in blue is also present.

# Kiss My Butterfly



## Investor Relations:

Please contact us in regards to any queries relating to your potential placement in Kiss My Butterfly Pty Ltd.

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