



Sunshine Coast Angels Inc Membership Information

Sunshine Coast Angels Inc (SCA) facilitates the introduction of entrepreneurs to potential investors through presentations and other mechanisms. SCA consists of individual angel investors interested in financing privately held companies or ventures typically in an early stage of development.

Membership in SCA is a privilege, which is subject to renewal, revocation, or termination for a member's failure to conduct him or herself in a manner consistent with SCA's adopted Code of Conduct and the Membership Requirements outlined in this agreement.

Members make their own investment decisions and are advised to receive appropriate support from their own financial and legal advisers before any investment is made.

BENEFITS OF SCA MEMBERSHIP

Events – Monthly investor Pitch Meetings with presentations from three pre-screened companies for members' investment consideration. Afterward, there will be time for discussion of members' observations and analysis.

Access to Deals – Access to all deal flow through a regional online database (GUST).

Education – Educational programs in term sheets, balanced investment portfolios, case studies, due diligence and other topics in angel investing.

Networking – Opportunity to interact with other angel investors and meet individuals experienced in working with early-stage companies.

PROCESS FOR MEMBERSHIP QUALIFICATION

Qualifying, or suitably advised, individuals are invited to consider becoming members of SCA.

Membership is at the discretion of SCA's Committee and is subject to regular renewal, non-renewal, revocation, or termination at the discretion of SCA's management group.

All new members (and renewing members) must read and agree with the terms of this Membership Agreement by submission of the attached Membership Application Form.

Applications may then be forwarded by email or mail to SCA at the addresses noted below.

The Committee will review all applications for membership and endeavour to provide applicants with a written response within thirty (30) days of completed application submission.

SCA membership may be terminated or membership revoked at the discretion and determination of the SCA Membership Committee, should it be determined that an SCA member has breached any term of SCA membership. A member will be notified in writing by the Committee of the intent

to terminate or revoke membership, and the on-notice member shall have thirty (30) days in which to submit a written response to the Committee, should the member deem his/her actions or inactions do not warrant or qualify for termination or revocation of membership. The Committee shall consider, in good faith, such on-notice member's written response within sixty (60) days. The decision of the Committee is final.

ANNUAL MEMBERSHIP FEE

An annual Membership fee of \$100 GST Inc applies

INSURANCE

SCA does not have Public Liability insurance.

MEMBERSHIP CODE OF CONDUCT

A member shall, in respect of any angel investment, or related activity in which the member is an actual or prospective investor or advisor, comply with the following standards of conduct:

1. Members shall act with honour, integrity, dignity, diligence and in good faith in order to merit the trust of their peers and of the community.
2. Members shall act with honesty, equity and without discrimination towards all individuals in the community.
3. Members have an obligation to be ethical in judgement and actions.
4. Members shall not take improper advantage of their position as an actual or prospective investor, or advisor.
5. Members shall, where relevant, take reasonable steps to inform themselves, their peers, their portfolio companies and their advisors, of the social, environmental, economic and other possible consequences which may arise from their actions.
6. Members shall not make improper use of information acquired as an actual or prospective investor, or advisor.
7. Members shall promptly and properly manage any conflict of interests which may arise.
8. Confidential information received by members in the course of considering, making, or advising on an angel investment remains the property of the person or company from which it was obtained and it is improper for the members to disclose, or allow to be disclosed that confidential information, unless that disclosure has been authorised by that company or person from whom the information is provided, or is required by law.
9. Members shall not engage in conduct likely to bring discredit upon their angel investments, their peers, or the Association.
10. Members have an obligation, to comply with the spirit, as well as the letter, of the law and with the principles of this Code. Members shall not assist in or induce a breach of this Code and shall support those who seek to uphold the Code if called upon, or in a position to do so.

DISCLAIMER

Each member of SCA is responsible for his or her own investment decisions, and SCA is not recommending any particular company for investment.

All investments in entrepreneurial companies involve a high degree of risk, and investors should be able to bear the risk of complete financial loss. The choice to use and manner of utilization of information and knowledge gained through SCA is each member's individual and personal choice. No guidance shall be given, nor shall any person affiliated with SCA (or SCA itself) be responsible for an individual member's use of the information, investment decision, or the results of any investment.

SCA does not conduct any investigation to verify the factual information submitted to potential investors by individual entrepreneurs. Hence, SCA makes no representations or warranties regarding these companies.

Sunshine Coast Angels Inc Membership Application Form

Name: _____
Address: _____
Mobile: _____
Email _____ Existing / Renewing _____

TO QUALIFY FOR MEMBERSHIP, I AGREE THAT

1. I am a sophisticated investor as defined in Section 708 of the Corporations Act 2001 (Cth.) by having gross personal income over the last 2 years of at least \$250k or net assets of over \$2.5m;

OR

I have such knowledge and experience in financial and business matters to be capable of evaluating the relative benefits and risks of any investment. Specifically, I will be able to assess:

- the merits of any investment offer,
- the value of the investment,
- the risks involved in investing,
- the ability to satisfy my own information needs before making an investment
- the adequacy of the information given by the company in relation to the investment

and that I will seek my own independent advice (legal and financial) in relation to any investment opportunity before an investment offer is made.

2. I agree to abide by the terms and rules of SCA's adopted Code of Conduct and Membership Requirements.
3. I understand that SCA does not provide advice, recommendation, or any other indication of appropriateness or inappropriateness for a particular investment.
4. SCA does not endorse any investment opportunity and makes no independent investigation to verify information provided by companies submitting to SCA for presentation or otherwise, and makes no representation or warranty regarding the same.
5. I must conduct my own analysis and due diligence to determine the appropriateness of any investment I make in any company to which I am introduced through SCA.
6. I recognize and agree that neither SCA nor its representatives or agents are responsible or liable for any investment decision I make as a result of being a member of SCA. The choice to use and the manner of utilization of information and knowledge gained through SCA is my individual and personal choice.
7. I understand that SCA meetings are not an offer to sell or solicitation to buy any shares by SCA or any other entity.
8. I agree to pay an Annual Membership Fee of \$100 GST Inc.

Read, understood, and agreed to by:

Applicant

Name: _____

Signed: _____

Date: _____

Proposer (Member of Sunshine Coast Angels Inc)

Name: _____

Signed: _____

Date: _____

Seconder (Member of Sunshine Coast Angels Inc)

Name: _____

Signed: _____

Date: _____