



BIKEEXCHANGE (ASX: BEX)

BEX Annual General Meeting

28th November 2023



Agenda

BEX ANNUAL GENERAL MEETING

01

Welcome & Chair Address

02

Formal Business

03

Q&A | Conclusion of Formalities

04

Corporate Presentation



Dominic O'Hanlon

Non-Executive Chair



Ryan McMillan

Chief Executive Officer



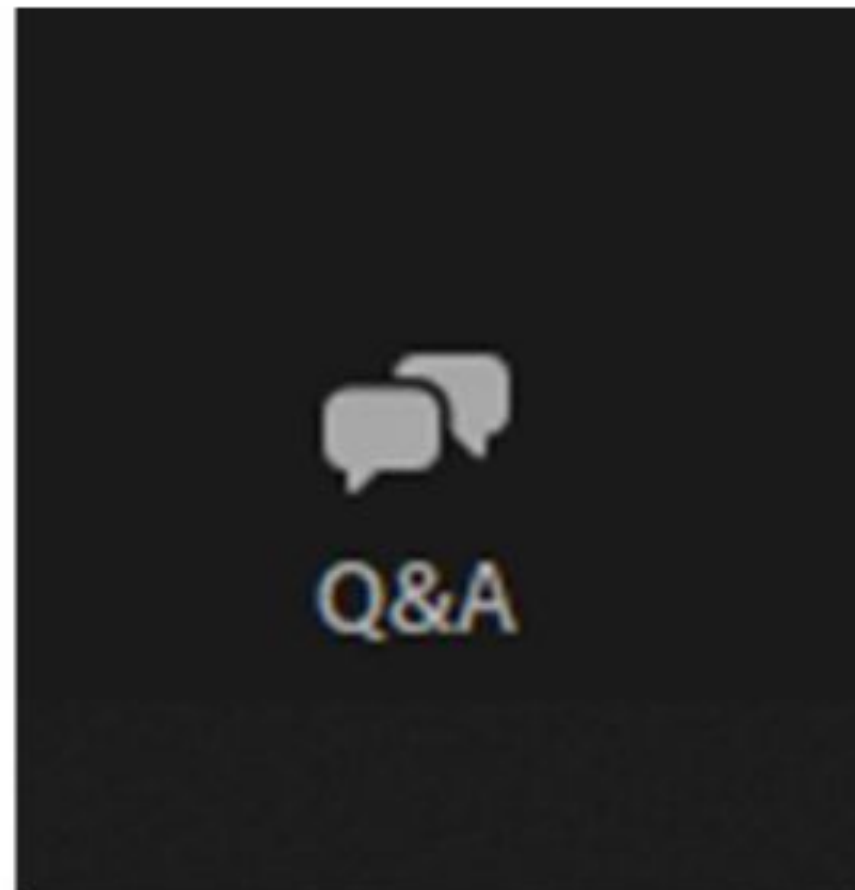
Kyle Ferreira

Chief Financial Officer



Online Q&A

1. Click on the Q&A icon



2. Insert your question at the bottom of the screen & press enter to submit

(include your SRN or HIN at the start of your question so that you can be identified as a shareholder)

Type your question here...

3. Type your question and 'I'd like to speak' if you would like to ask your question verbally

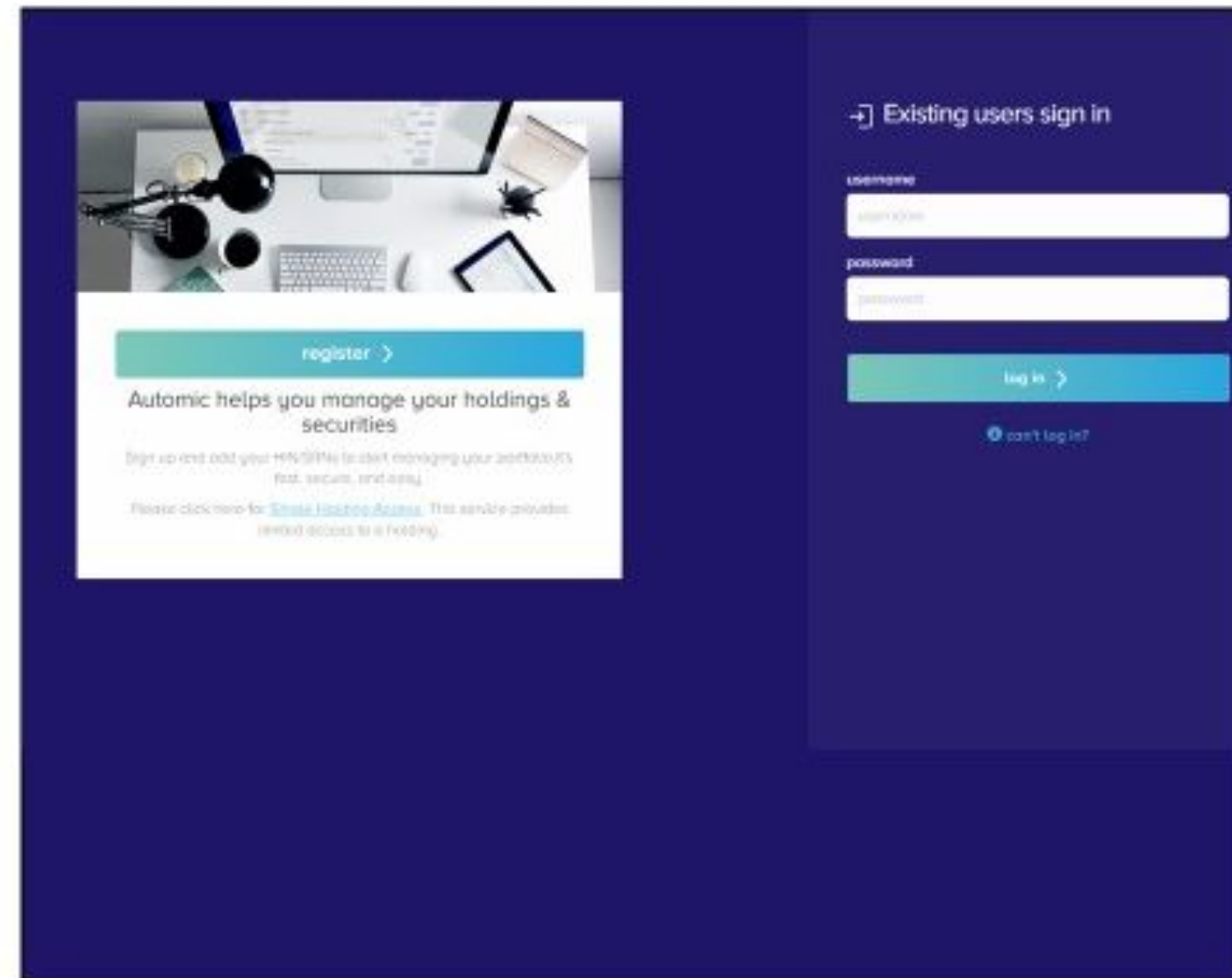
(include your SRN or HIN at the start of your question so that you can be identified as a shareholder)

Cancel

Send

Registration and Voting

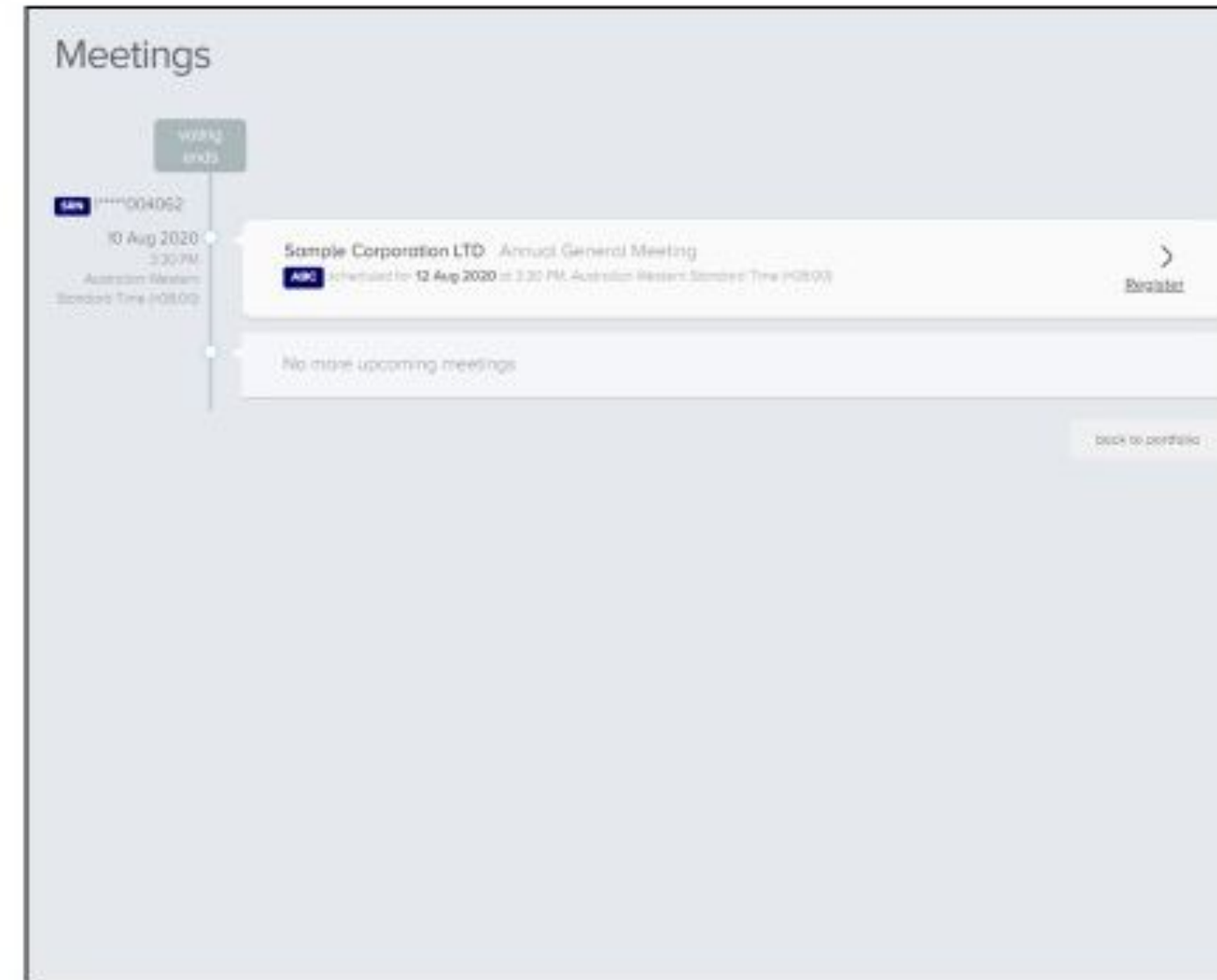
1. Log in or register at:



The screenshot shows a dark blue login and registration interface. On the left, there's a white box with an image of a desk and a 'register >' button. Below it, text says 'Automatic helps you manage your holdings & securities' and provides a link for 'Shareholding Access'. On the right, there's a section for 'Existing users sign in' with fields for 'username' and 'password', a 'log in >' button, and a link for 'can't log in?'.



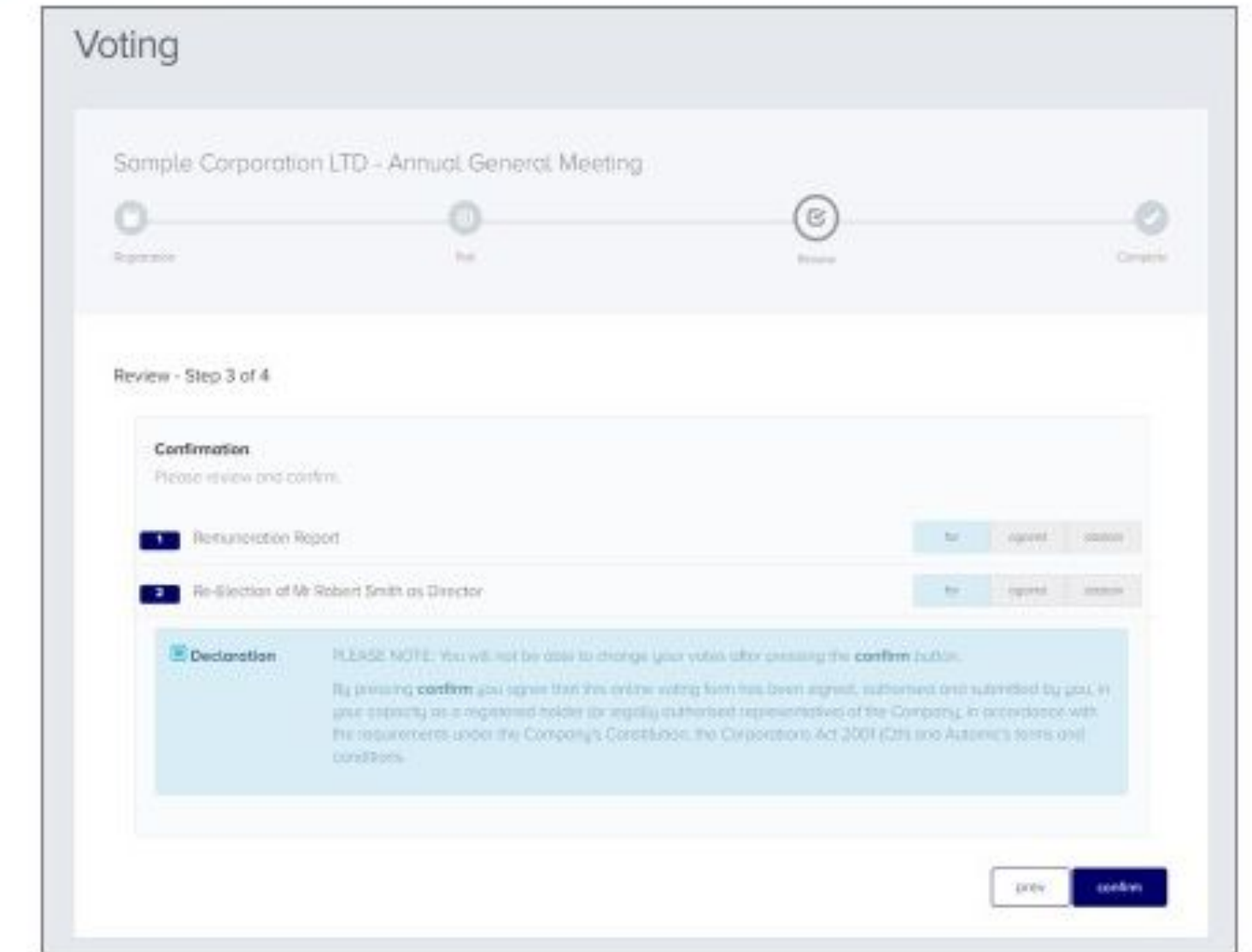
2. Click view and register your attendance for the meeting



The screenshot shows the 'Meetings' section of the Automatic Group portal. It features a timeline with a meeting entry for 'Sample Corporation LTD - Annual General Meeting' scheduled for 12 Aug 2020 at 2:30 PM. The entry includes a 'view' button and a 'register' button. Below the meeting entry, it says 'No more upcoming meetings' and has a 'back to portfolio' link.



3. Record your vote. Once you confirm it is lodged and final



The screenshot shows the 'Voting' section of the Automatic Group portal. It displays a progress bar with four steps: 'Supervise', 'Vote', 'Review', and 'Complete'. The 'Review' step is currently active. Below the progress bar, it says 'Review - Step 3 of 4'. There are two items for review: 'Remuneration Report' and 'Re-election of Mr Robert Smith as Director'. Each item has 'for', 'against', and 'abstain' buttons. At the bottom, there's a 'Declaration' section with a 'confirm' button.

To contact support:
Call 1300 816 159

1

CHAIRMAN'S ADDRESS



2

FORMAL BUSINESS



Financial Statements and Reports

“

“To receive and to consider the Annual Financial Report of the Company for the financial year ended 30 June 2023 together with the declaration of the Directors, the Directors’ Report, the Remuneration Report and the Auditor’s Report for that financial year.”

”

Note: This item of ordinary business is for discussion only and is not a resolution.



Resolution 1

ORDINARY BUSINESS

Adoption of Remuneration Report

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“*That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s Annual Financial Report for the financial year ended 30 June 2023.*”

For	Against	Discretionary	Exclusions	Abstain
401,517,694 98.92%	315,821 0.08%	4,072,778 1.00%	60,058,582	20,408



Resolution 2

ORDINARY BUSINESS

Re-election of Andrew Ryan as Director

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“ That, Andrew Ryan, a Director who retires by rotation in accordance with the Company’s Constitution and ASX Listing Rule 14.5, and being eligible offers himself for re-election as a Director of the Company, effective immediately.

”

For	Against	Discretionary	Exclusions	Abstain
461,817,406 99.11%	36,229 0.01%	4,131,648 0.89%	0	0



Resolution 3

ORDINARY BUSINESS

Ratification of Prior Issue of Fully Paid Ordinary Shares under Placement

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“ That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the Shareholders ratify the allotment and prior issue of 198,571,427 fully paid ordinary shares issued on 15 September 2023 and otherwise on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.

”

For	Against	Discretionary	Exclusions	Abstain
423,096,062 99.03%	66,443 0.02%	4,072,778 0.95%	38,750,000	0



Resolution 4

ORDINARY BUSINESS

Approval of Issue of Fully Paid Ordinary Shares to GTR Ventures Pty Ltd, an entity controlled by a related party of the Company (parent of Andrew Ryan, Director of the Company)

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“
That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the Shareholders of the Company approve the issue and allotment of 35,714,285 fully paid ordinary shares to GTR Ventures Pty Ltd, an entity controlled by a related party of the Company (parent of Andrew Ryan, a Director of the Company), and otherwise on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.
”

For	Against	Discretionary	Exclusions	Abstain
461,585,621 99.06%	268,014 0.06%	4,131,648 0.89%	0	0



Resolution 5

ORDINARY BUSINESS

Approval of Issue of Fully Paid Ordinary Shares to Dominic O’Hanlon, Director of the Company

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“ That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the Shareholders of the Company approve the issue and allotment of 30,000,000 fully paid ordinary shares to Dominic O’Hanlon (or his nominee), a Director of the Company, and otherwise on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.

”

For	Against	Discretionary	Exclusions	Abstain
416,429,262 98.96%	261,624 0.06%	4,131,648 0.98%	0	45,162,749



ASX Listing Rule 7.1A Approval of Future Issue of Securities

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“*That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, the Shareholders approve the issue of equity securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.*”

For	Against	Discretionary	Exclusions	Abstain
461,787,192 99.10%	125,313 0.03%	4,072,778 0.87%	0	0



Resolution 7

ORDINARY BUSINESS

Consolidation of Capital

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“*That, for the purposes of section 254H of the Corporations Act and for all other purposes, the issued capital of the Company be consolidated on the terms and conditions set out in the Explanatory Statement and on the basis that:*

- (a) every hundred (100) Shares be consolidated into one (1) Share; and*
- (b) all Options on issue be consolidated in accordance with Listing Rule 7.22.1;*

and where this consolidation results in a fraction of a Security being held, the Company be authorised to round that fraction up to the nearest whole Security.”

For	Against	Discretionary	Exclusions	Abstain
461,846,062 99.11%	66,443 0.01%	4,072,778 0.87%	0	0



Resolution 8

ORDINARY BUSINESS

Adoption of Long Term Incentive Plan and approval of amended Long Term Incentive Plan

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“That, for the purposes of ASX Listing Rule 7.2 (exception 13(b)), sections 257B(1), 259B(2) and 260C(4) of the Corporations Act and for all other purposes, the Shareholders of the Company approve the adoption of an employee incentive scheme titled the “Long Term Incentive Plan” (LTIP), on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.”

”

For	Against	Discretionary	Exclusions	Abstain
401,311,304 98.86%	542,619 0.13%	4,072,778 1.00%	60,058,582	0



Resolution 9

ORDINARY BUSINESS

Amendment to Constitution – To incorporate the maximum limit of securities issued under the Long Term Incentive Plan

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“That, for the purposes of section 136 of the Corporations Act and for all other purposes, approval is given that the Constitution of BikeExchange Limited is amended in the manner set out in the Explanatory Statement, with effect from the conclusion of the Meeting.”

”

For	Against	Discretionary	Exclusions	Abstain
461,817,406 99.11%	74,691 0.02%	4,072,778 0.87%	0	20,408



2.1

POLL



3

Q&A



3.1

CONCLUSION OF FORMAL BUSINESS





BIKEEXCHANGE (ASX: BEX)

Corporate Presentation

November 2023



Disclaimer

Important notice

The material in this presentation has been prepared by BikeExchange Limited (ASX: BEX) ABN 24 625 305 240 (“BikeExchange or the Company”) and is general background information about BikeExchange’s activities current as at the date of this presentation. The information is given in summary form and does not purport to be complete in every aspect.

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BikeExchange is an ASX-listed company with a unique online marketplace that is changing the way customers research, find and buy a bike.

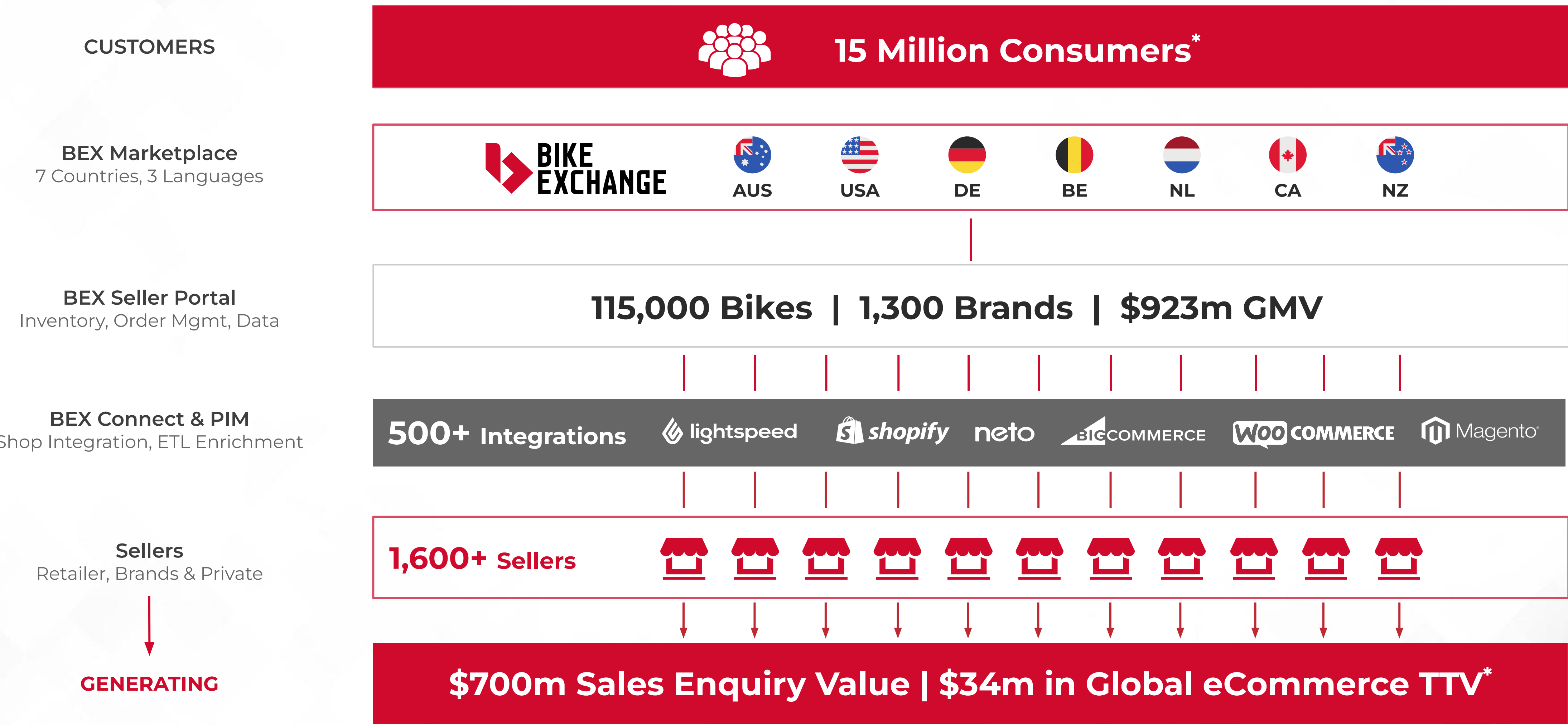
GLOBAL FOOTPRINT:

7 bike specific marketplaces operating in the worlds 3 largest regions, in 3 languages and over 15 million users



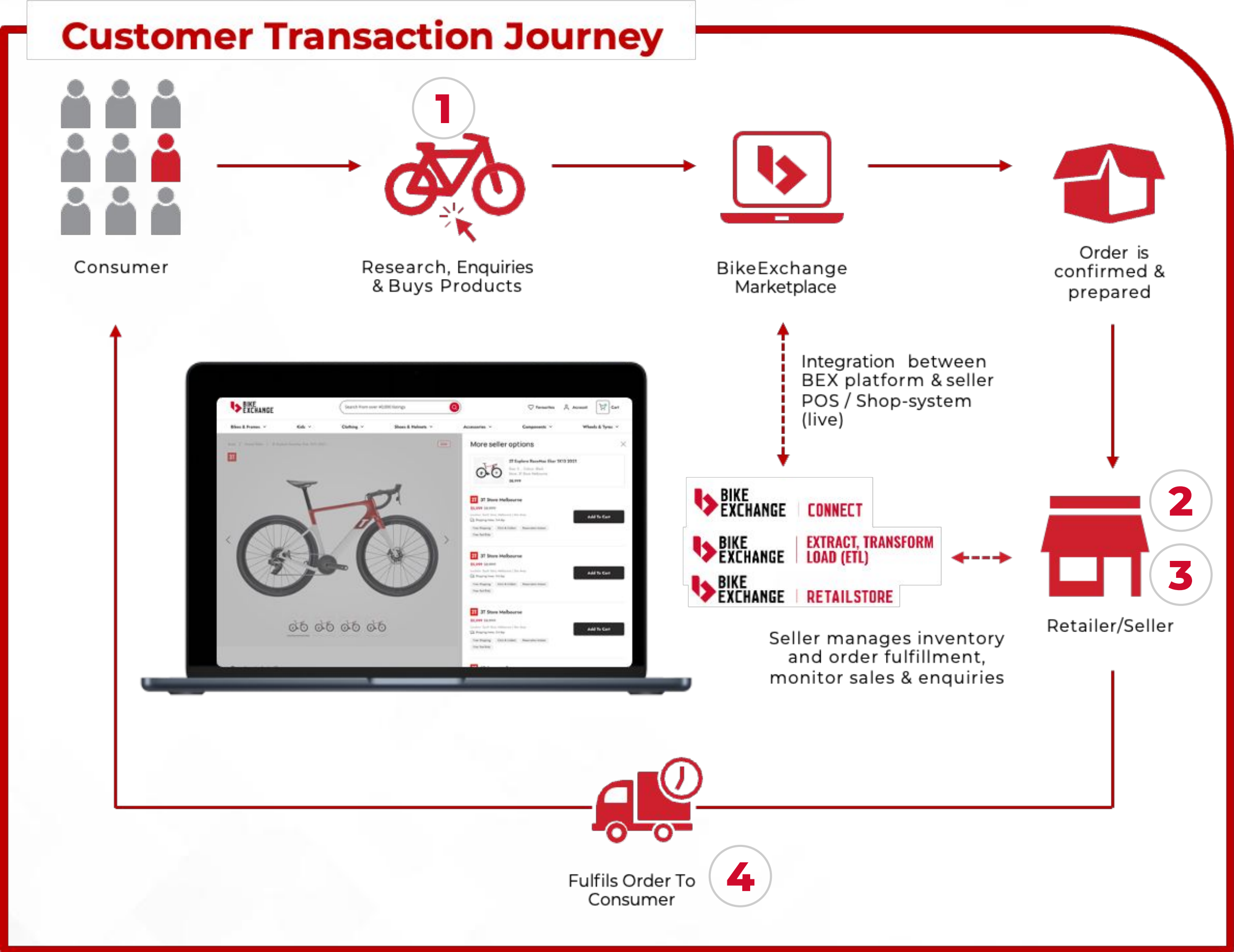
BEX Marketplace Overview

HOW THE BEX ECOSYSTEM WORKS



How BEX Makes Money

CUSTOMER CENTRIC EXPERIENCE | SUSTAINABLE & GROWING MODEL



Revenues by Category

- 1 eCommerce Transactional**
Commission on transactions completed on BEX
 - 2 Recurring Subscriptions**
Retail and Brand sellers pay a monthly recurring revenue subscription
 - 3 Media & Other**
Includes private advert sales, content, marketing, integration & other B2B services
 - 4 Logistics**
Revenue from Bike logistics services from consumers & sellers
- P BEX Data Services** (Planned)
Developing a subscription product for bike brands and retail providing access the strong data and insights capabilities
- P BEX Platform Services** (Planned)
Combining BEX inventory, seller and shopfont technology capabilities to offer platform services into the bike industry

Revenues by Market



EUROPE
53%



AUST/NZ
25%



NORTH AMERICA
19%



BEX Corporate Overview

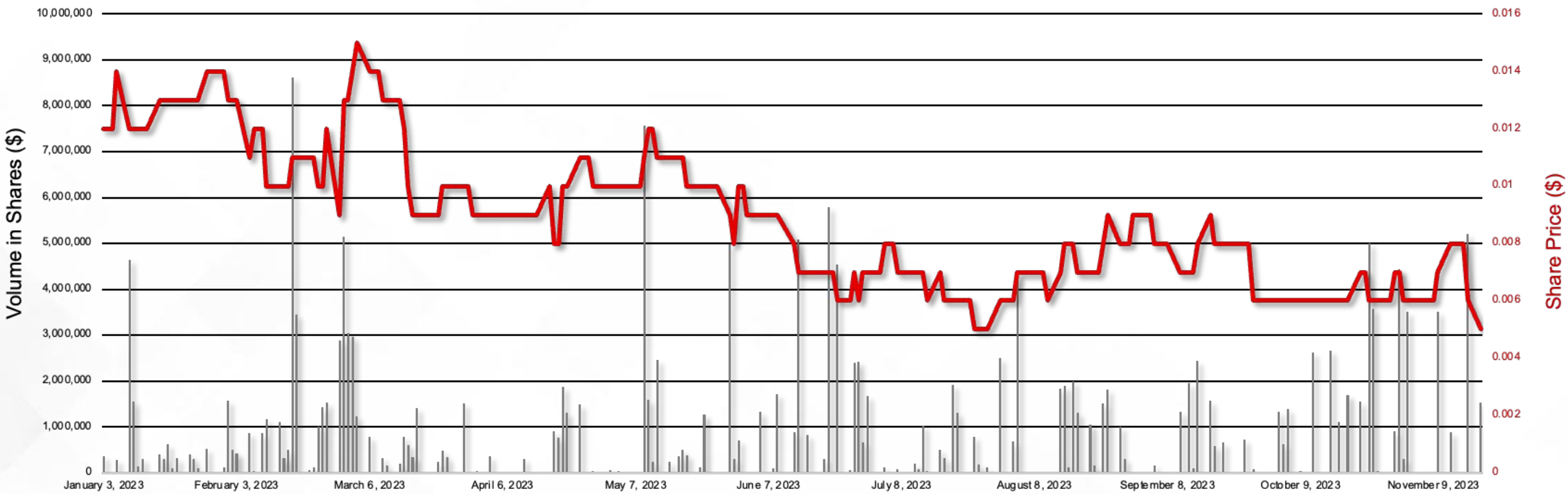
SHAREPRICE OWNERSHIP & TICKER

Ticker	BEX
Share Price (as at 27 November 2023)	\$0.006
Shares	1.43M
Options	39M
Market Cap	\$7M
Cash (as at 30 September 2023)	\$2.4M

Ownership



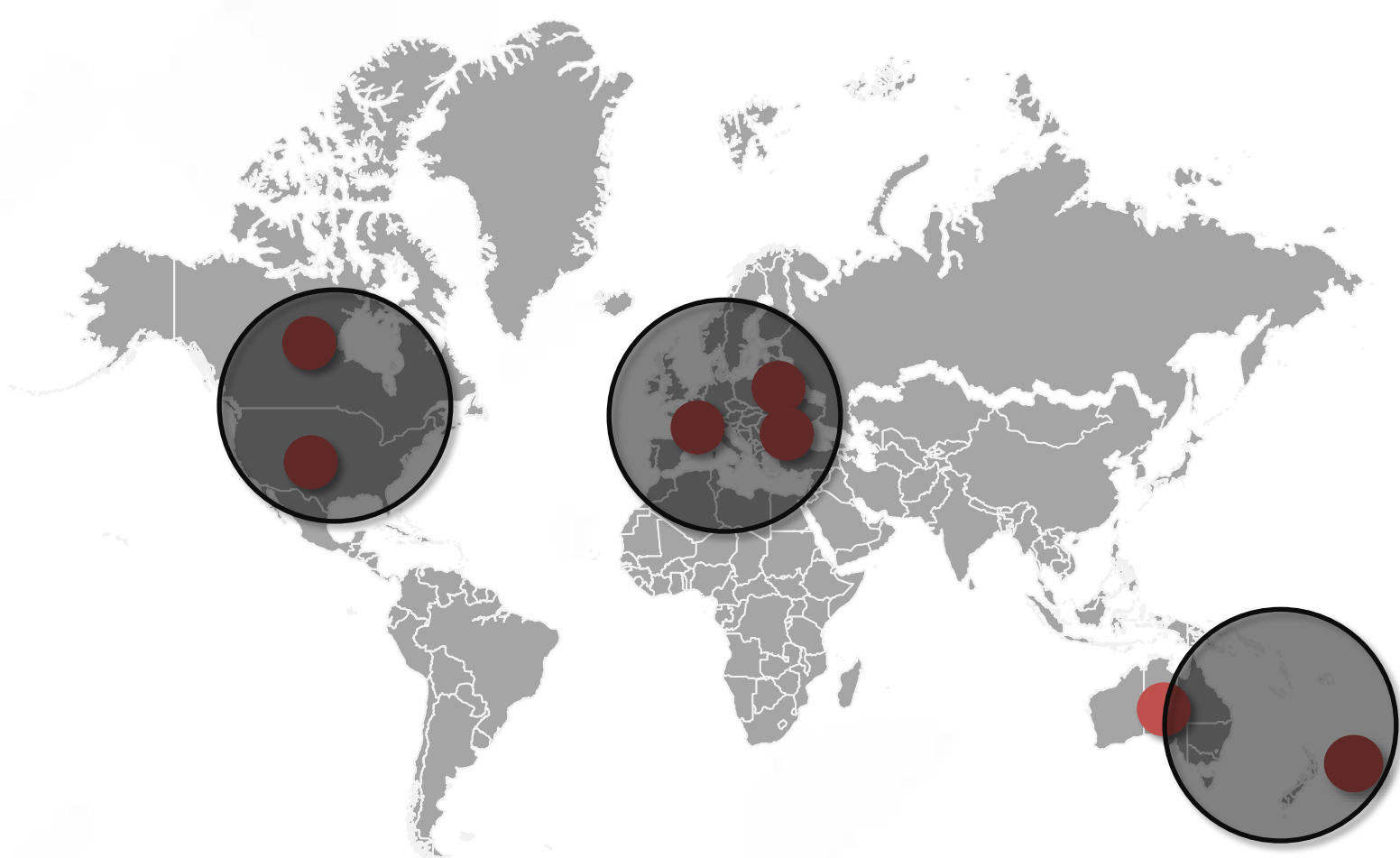
Shareprice



Why BikeExchange?

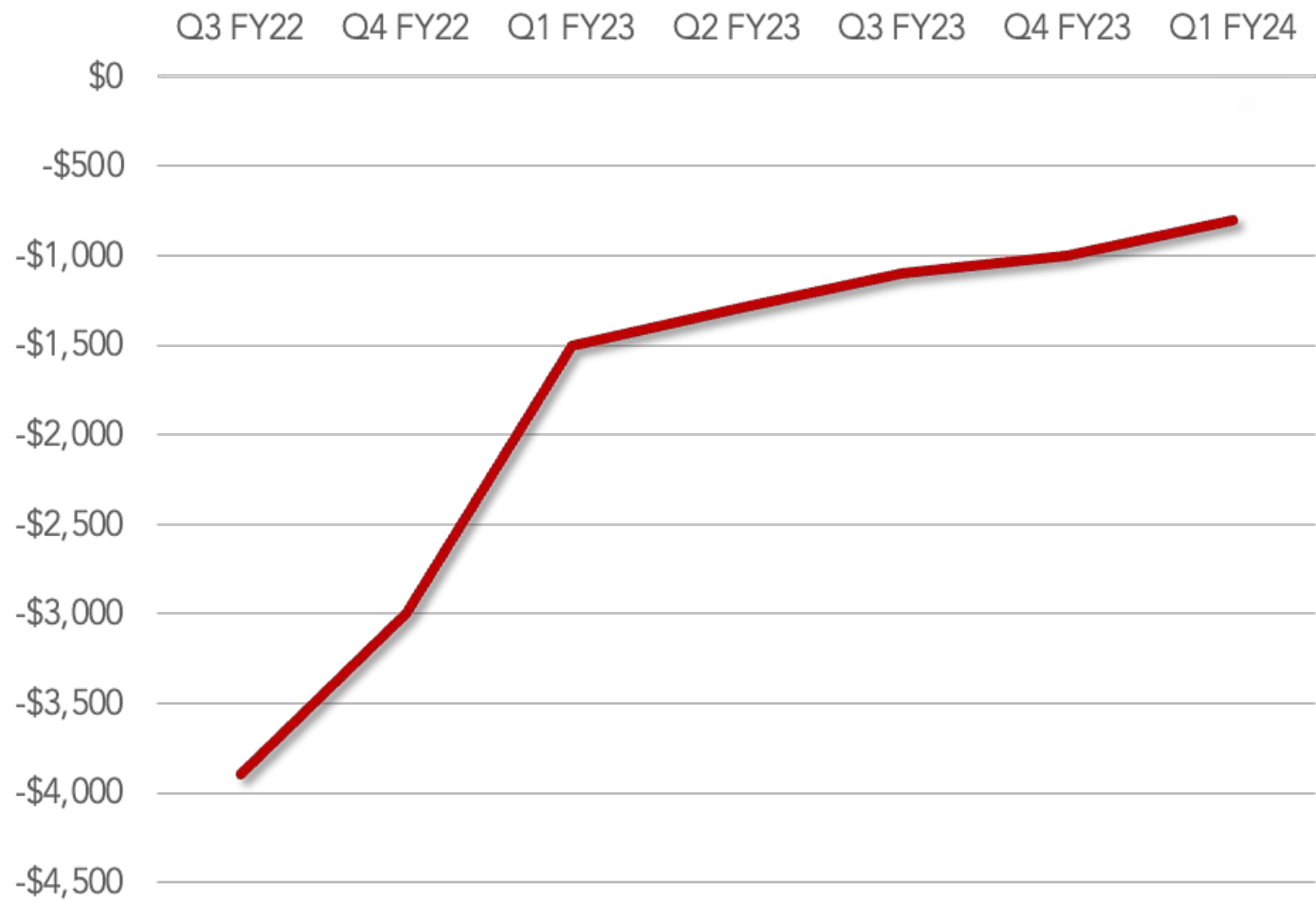
OPPORTUNITY FOR HIGH EBITDA MULTIPLE

We are in the Largest Bike Markets



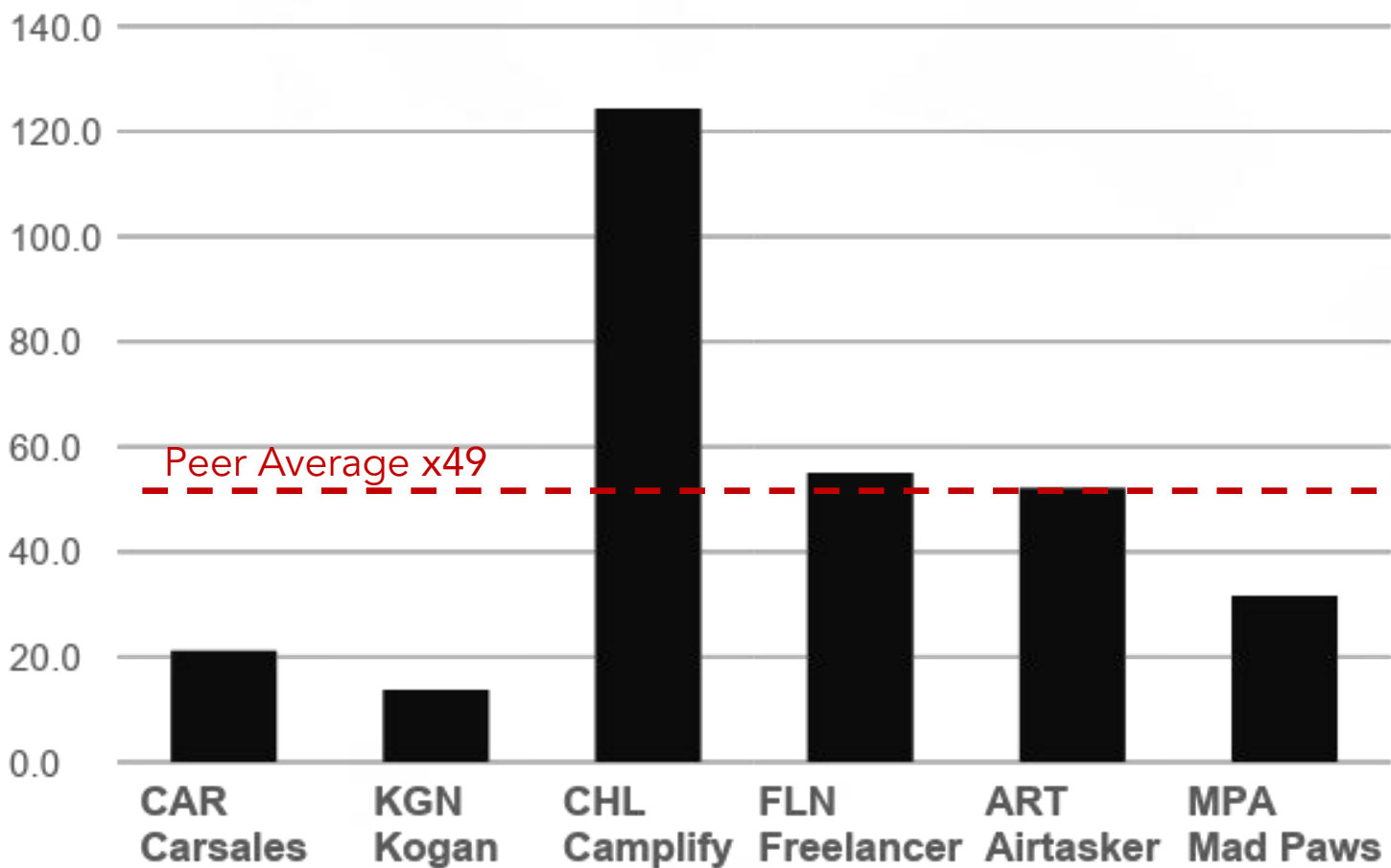
Global platform established focused on three high-value priority regions
North America | Europe | Australia/NZ

Visible Pathway to Profitability



Restructure of BEX Core operations with reduced headcount expenditure and investment in scalable technology.
Successful launch of AI Consumer platform in largest market Germany. Rollout to remaining markets in next months

Opportunity for High EV-EBITDA Multiple*

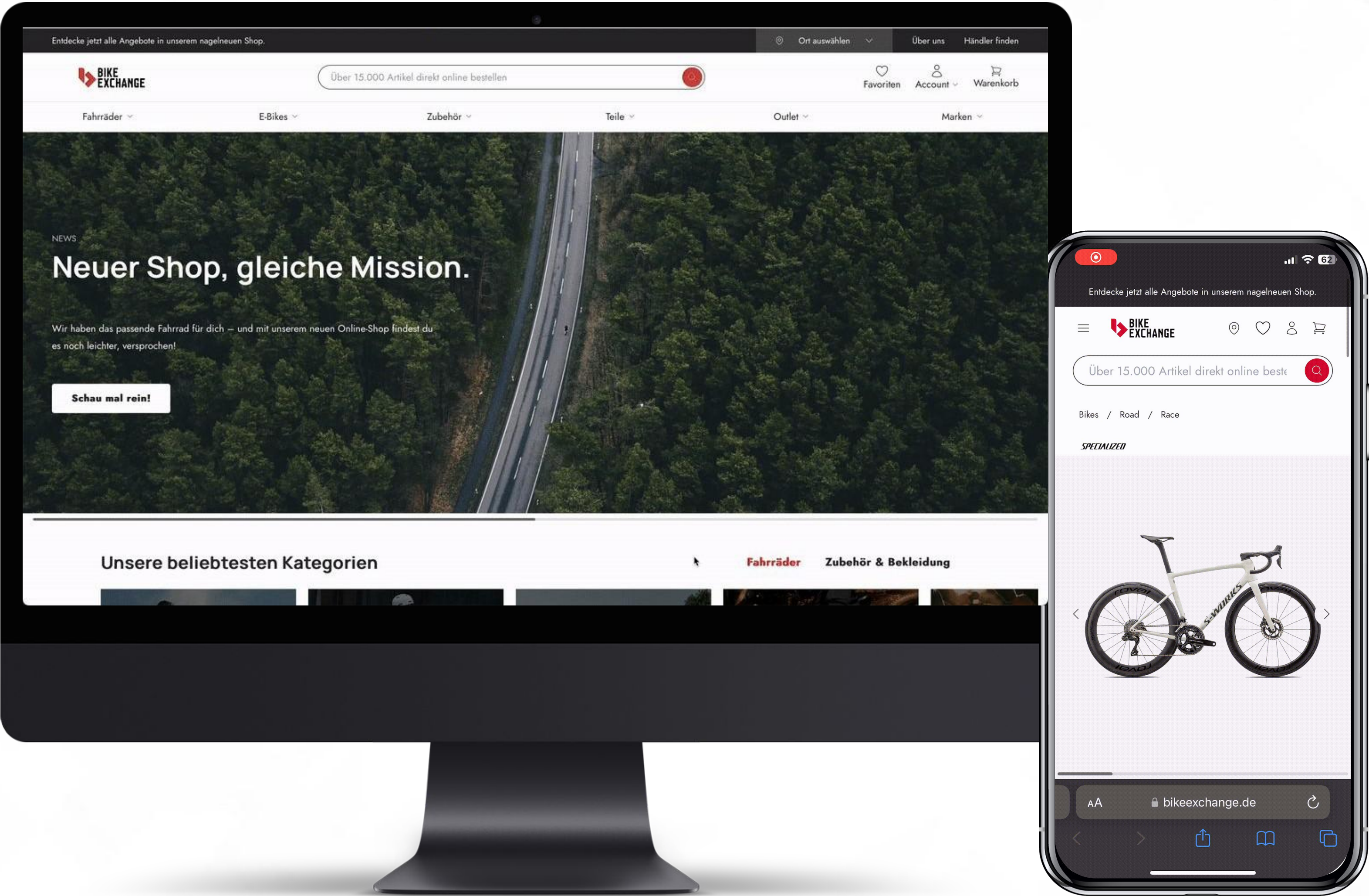


Marketplace peers trade an average of 49 times EBITDA.



Why BikeExchange?

PROPRIETARY AI CONSUMER PLATFORM LAUNCHED TO DRIVE BETTER CONVERSION & REVENUE



Site Performance - First Results

Page Speed



(NEW FE) BEX - Germany **85%**



BEX - Australia **31%**



BEX - USA **33%**

KPIs Performance

85%
↑ 175%

Pagespeed

A\$533k
↑ 20%

Best Ever Trading Day

5:18m
↑ 66%

Time on Page

25%
↑ 833%

New On Page Transactions

79%
↑

Avg. Pages / Session

\$6,660
↑ 263%

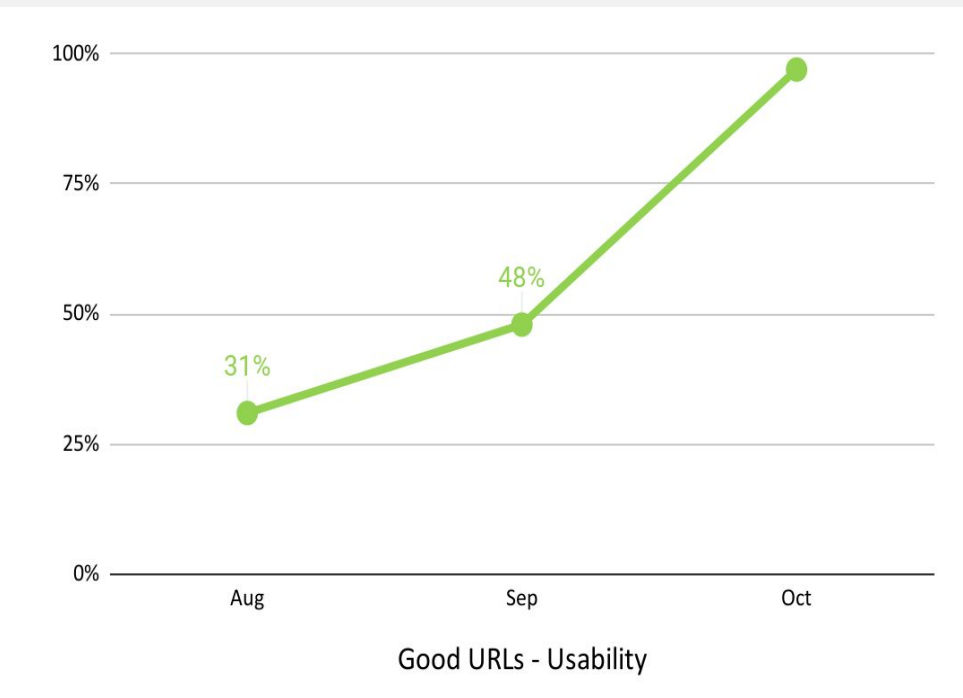
Ave. Order Value (Leasing)

Usability & Web Performance

USABILITY INDEX - GOOGLE FROM 31% TO 97% GOOD URLS

- Good URL's increased +213%
- Includes Mobile Usability Index

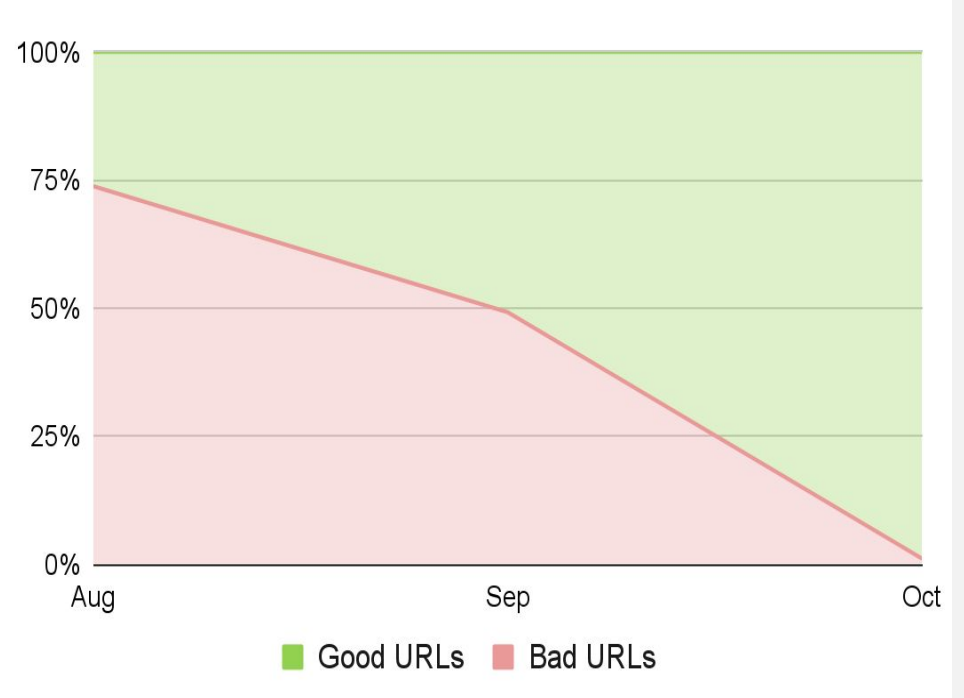
213%



CORE WEB VITALS - GOOGLE FROM 4,500 BAD URLs TO 27

- Web Vitals +99%
- Measures loading performance, site responsiveness, visual stability

99%





BIKEEXCHANGE (ASX:BEX)

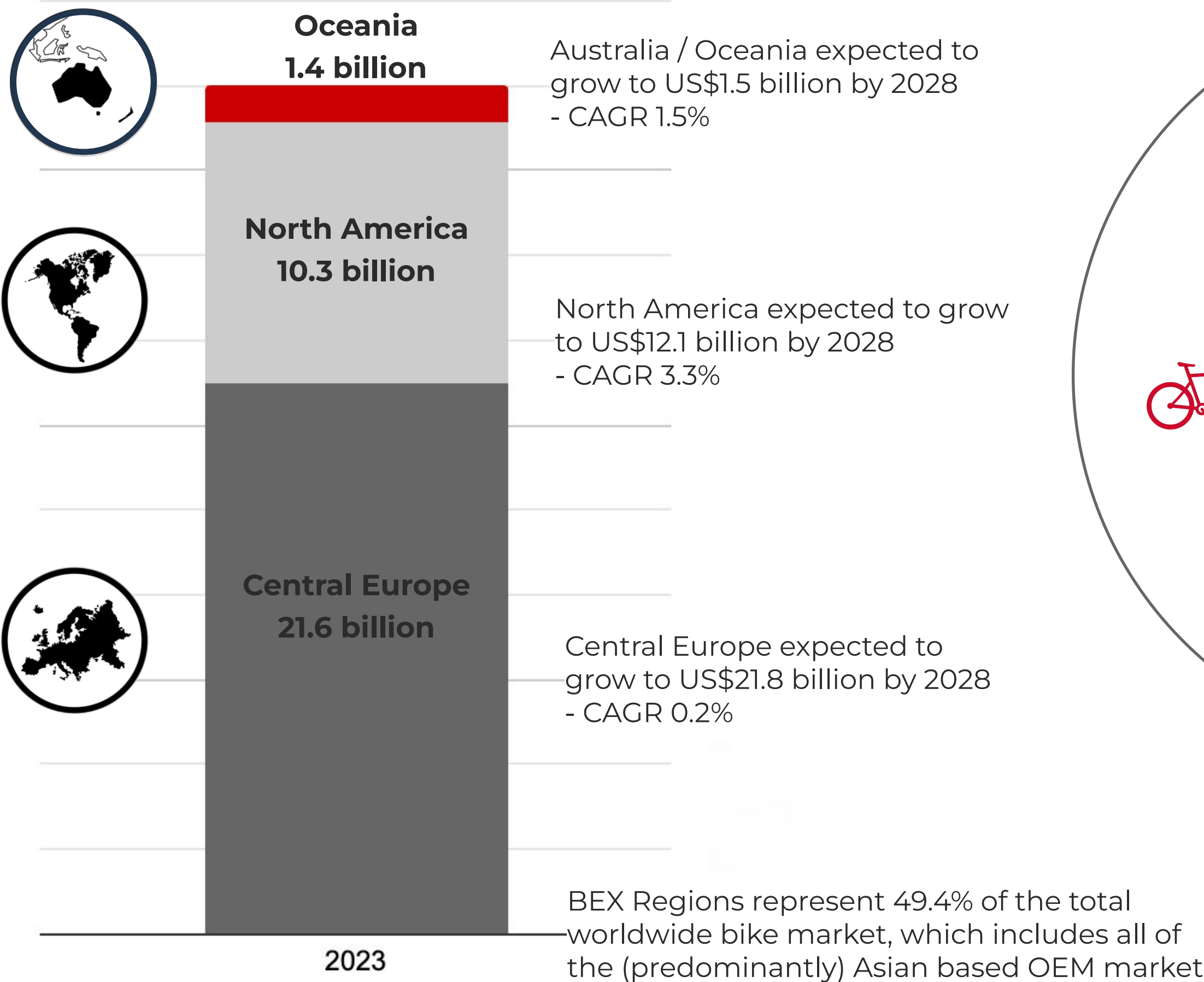
Why BikeExchange?

- Unique established business with high barriers to entry
- New CEO and Chairman delivering results
- Our focus is on our base business and driving to a positive EBITDA
- Improved operating results and cash position incl. 6 consecutive quarters of improved EBITDA performance Q3, FY22 - Q1 FY24
- Proprietary AI Consumer Platform live in largest market and driving better conversion & revenues.
- Significant upside opportunities to existing & new revenues as well as an enhanced trading multiple



Addressable Market

GLOBAL MARKET & BEX ACTIVE REGIONS



Worldwide
US\$67 billion

Priority Markets
All Bike and Accessory sales*

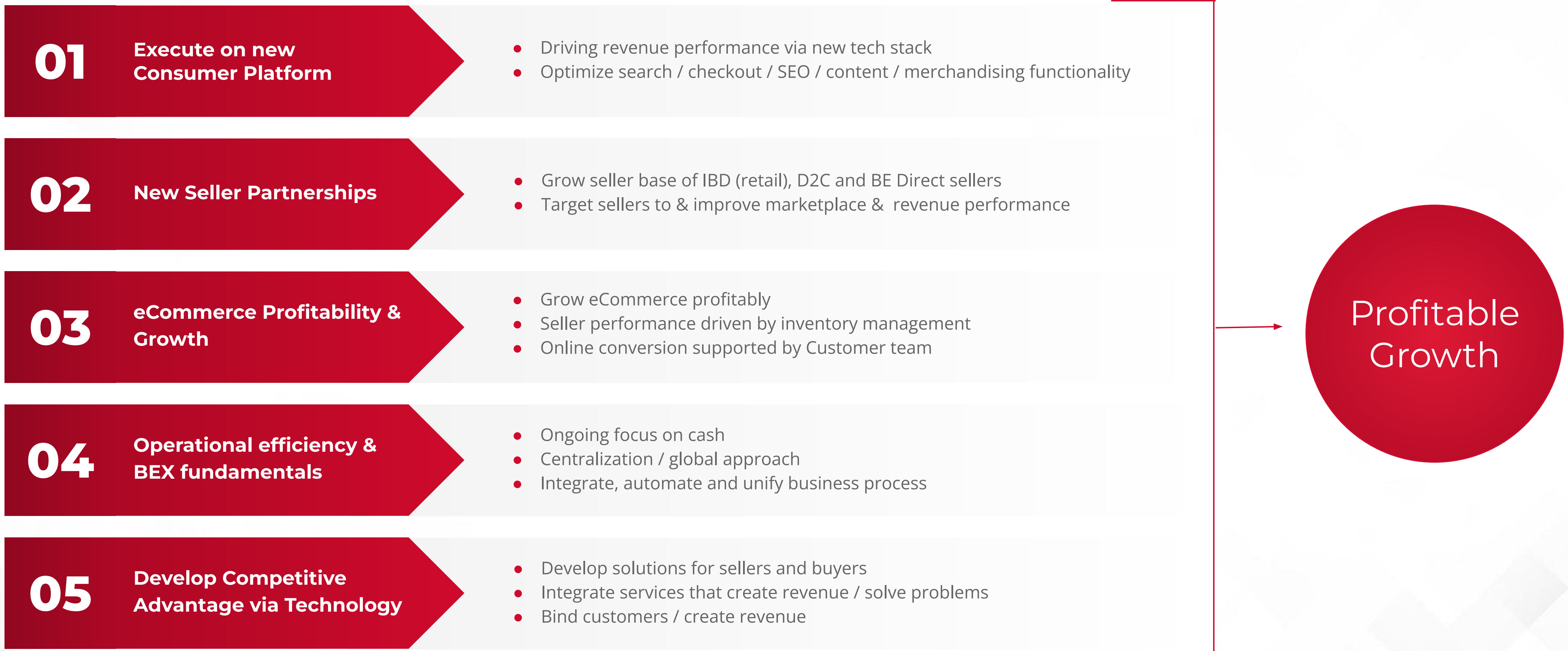
Expected to grow to \$74billion by 2028 at a CAGR of 1.9%



* Source: Statista – Worldwide Bicycle Market Size
Bike market includes Road, Hybrid, All-Terrain, and E-bicycles

Execution Plan

5 STRATEGIC PILLARS TOWARDS PROFITABLE GROWTH



Execution Plan

FY24 - EXECUTE WITHIN NEW AI CONSUMER PLATFORM

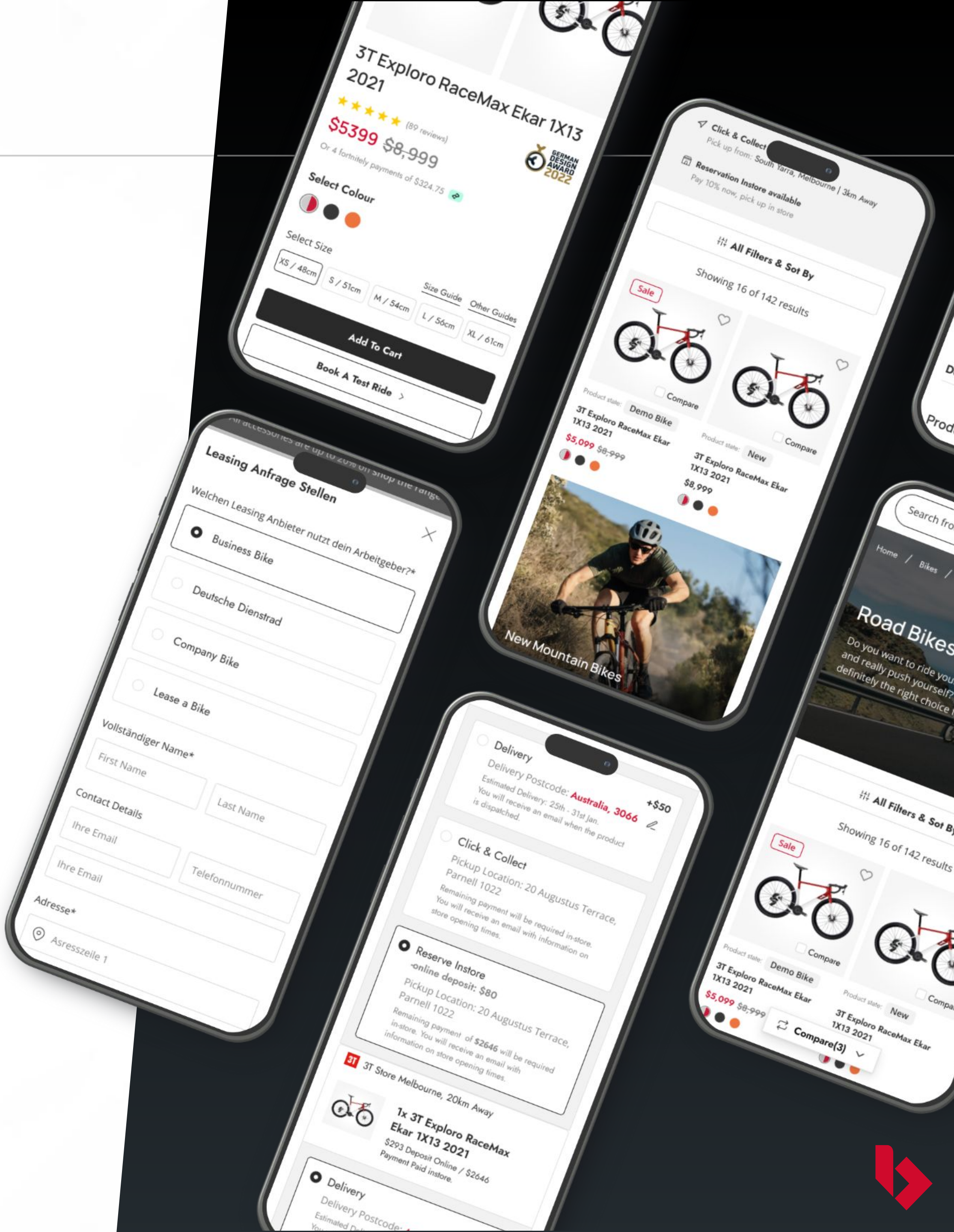
Technology Execution

LAUNCH, ITERATE & OPTIMISE
ONPAGE CONVERSION
SCALE



Marketplace Execution

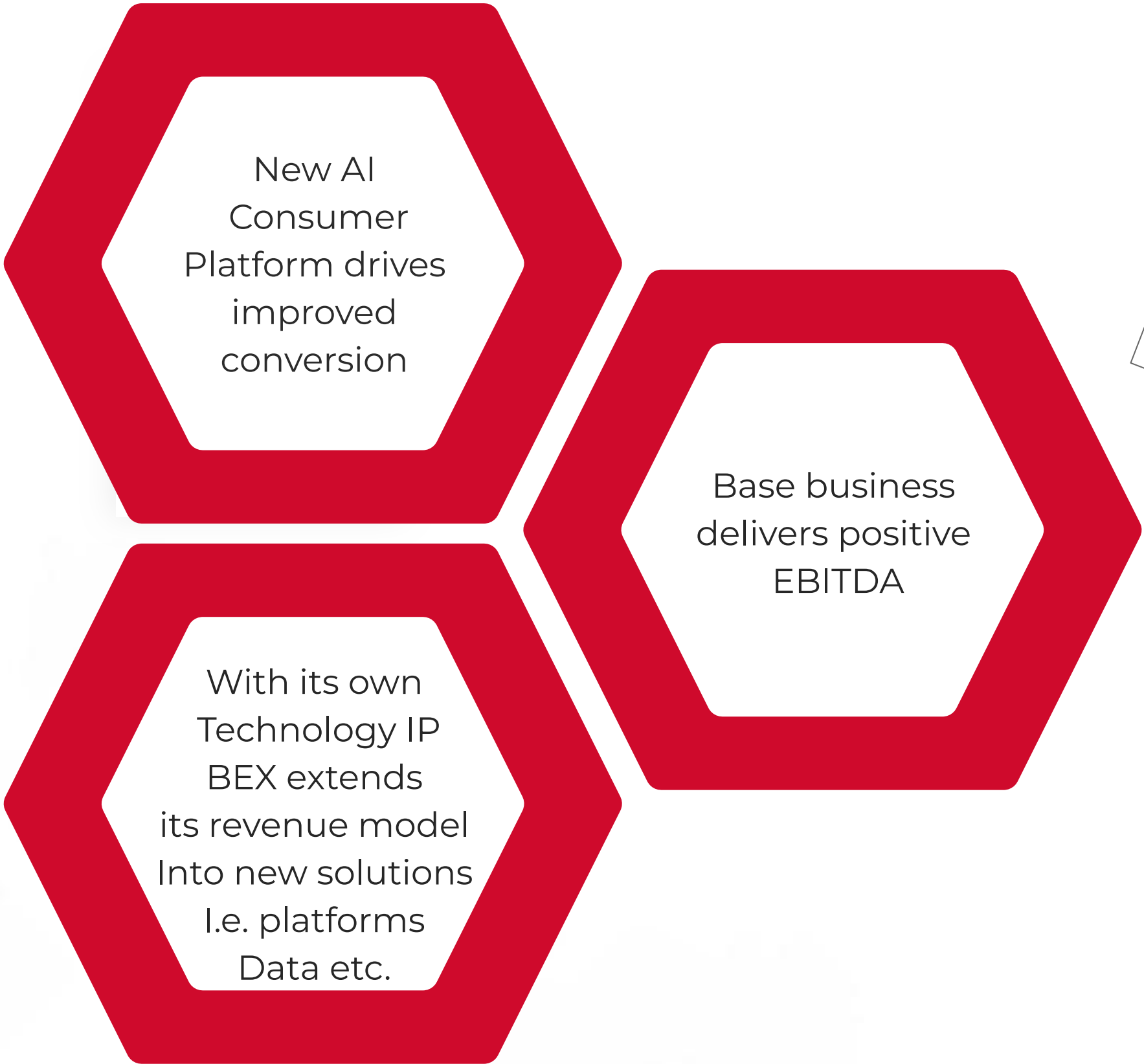
ROLLOUT GLOBALLY
RIGHT SELLERS, PRODUCTS & PRICES
MARKETPLACE HEALTH METRICS



What Success Looks Like

OPERATIONS & CORPORATE

OPERATIONS



CORPORATE





BIKEEXCHANGE (ASX:BEX)

Summary

- Unique established business with high barriers to entry
- New CEO and Chairman delivering results
- Our focus is on our base business and driving to a positive EBITDA
- Improved operating results and cash position incl. 6 consecutive quarters of improved EBITDA performance Q3, FY22 - Q1 FY24
- Proprietary AI Consumer Platform live in largest market and driving better conversion & revenues.
- Significant upside opportunities to existing & new revenues as well as an enhanced trading multiple



Ryan McMillan

Chief Executive

ryan@bikeexchange.com.au

Dominic O'Hanlon

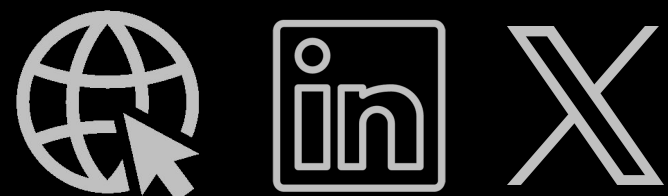
Chairman

dominic@bikeexchange.com.au

Elvis Jurcevic

Investor Relations

ej@bikeexchange.com.au



THANK YOU

BikeExchange Limited | ASX:BEX | ABN 24625 305 240

investorrelations@bikeexchange.com.au | bikeexchange.com.au

Level 5, 126 Phillip Street, Sydney NSW 2000

AU | BE | CA | DE | NL | NZ | US

