

For Investors



**Crowd Funded Incentive Competitions to Address
The Global Goals For Sustainable Development**

Investor Brochure - Early 2017

A Vision to Help People Everywhere Do Good and Do Well

The Systemic Impact Investment Opportunity

*“The new Billionaires will be those who
solve problems that affect a Billion people”*

Peter Diamandis - Founder of the X Prize

Big Crowd is a vision to use powerful incentive competitions to find high potential Big Impact Game-changers working on important challenges all over the world - to validate, fund them and help them to succeed.

**Many people doing something small can add up to something very BIG!
Over 6 years £2 Billion + can be raised for important causes and charities
along with generating healthy investor returns - and massive impact.**

In a completely new category that combines Crowd Funding with Crowd Sourcing and Crowd Powered Social Network Marketing, BIGCrowd will use the power and wisdom of the many to sell a low cost subscription that inspires millions all over the world. In turn it will incentivise people to collaborate so they can address the things in the world that they care most about.



“Never doubt that a small group of thoughtful, committed citizens can change the world; indeed, it’s the only thing that ever has.”

Margaret Mead

Dear Friend, Impact Investor and Entrepreneur.

In September of 2015, as a successor to the Millennium Development Goals, the United Nations ratified the 17 Global Goals for Sustainable Development. In December of the same year at the COP21 Climate negotiations in Paris, 195 countries reached a legally binding global climate deal. Yet despite positive progress the world is in an ever more perilous state. There remain many funding gaps, bottlenecks, silos and systemic challenges which are so far holding back change we need at the scale we need it.

For over 20 years, like many others, I have both witnessed and experienced the countless and often nonsensical reasons that many important ventures and initiatives fail or under perform their potential. This can be down to a simple chicken and egg problem. You need the team to get the money but you need the money to get the team! Without significant investment, many struggle to build a team, demonstrate credibility, and communicate well and relentlessly. Or it can just be because despite what is claimed, a great many conventional or impact investors and donors are just not that interested in big ideas that can address social or environmental problems with joined up thinking and a long term approach. Plus, people are just too busy these days. So if time is required to understand an idea, or if the risk is quickly perceived as too great, no matter how much potential, all too often game-changers fail to get the support they need.

Some do progress; however at a time in history when the big risk and resilience threats are increasing by the day, we need many more promising Big Impact Game-changers to emerge and succeed.

This is why I am launching BIGCrowd as a serious attempt to jump over these barriers, connect silos and fill these funding gaps once and for all. The vision is to create a global movement where all stakeholders are incentivised and where the successes and the stories inspire people everywhere to help create a better world. I hope you like it - and in the spirit of Margaret Mead - I cordially invite you to get involved.

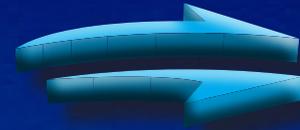
Steve Podmore

Founder, BIGCrowd

London, Early 2017

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Promoting the game-changers helps get more subscribers. More subscribers thus means more funds can be raised for important causes, more inspiring content created, and more solutions implemented to the most Important Issues in the World.



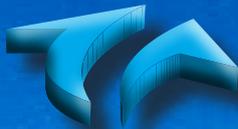
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Prizes are focussed on delivering what is required to help the most promising Big Impact Game-changers succeed. Subscribers collaborate, donors and investors get to discover projects they can support - and the spotlight we shine helps BIGs be fairly and fully funded so they can then deliver maximum impact.



8

With an objective judging system, which first uses the power of the crowd, then wisdom of sector specific judges to narrow to a strong short list, in exciting live finals BIGCrowd subscribers will choose the winner for each Big Grand Challenge.



7

The Big Impact Game-changers post details and videos about their project on the platform, promote to others, respond to feedback, get votes, and earn income based on the support they receive.



6

The £3.6m prizes, comprising of cash and support for three years can attract the very best Big Impact Game-changers including 'Profit with Purpose' ventures, 'Not for Profits' and 'Policy Ideas'.



BIGCrowd will launch many

The **£3.6m 3 year prizes**, give Big Impact Game-changing winners **£70k** per month of support, **£20k** per month in cash, and **£10k** per month in governance costs to ensure they are ethical and working for maximum impact.

1

For just £9.60 per month, individuals subscribe, having first heard about BIGCrowd from friends, or from our dedicated marketing.



2

Subscribers find and follow causes and game-changers tackling the issues they care about, watch and rate bite sized chunks of video content, nominate, collaborate with and vote for Big Impact Game-changers, and share with others over social networks.



3

Subscribers are able to receive a portion of the revenue generated from those who go on to subscribe in their network, and are able to win prizes and earn cash for collaboration. Some commissions they may take as earnings, the rest they get to donate to approved causes.



4

Half of all funds raised goes to pay for prizes for powerful incentive competitions to find Big Impact Game-changers addressing the Sustainable Development Goals

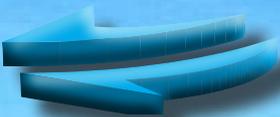
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BIGCrowd and its NGO partners (who we will also raise funds for) will create incentive competitions called Big Grand Challenges to find and implement solutions to important issues in the world.



£3.6m Big Grand Challenges

BIGSupport comprises of: recruitment and talent management; PR; storytelling; offices; video production; social marketing; web development; conference attendance, speaking opportunities; investor introductions; strategy support and more.





Energy



Climate



Forests



Food



Sustainable Cities



Water

A Big Impact Game-changer is a person, team initiative or venture with potential to deliver meaningful impact. They will be working hard to tackle a big issue that is not yet properly solved, and where there might be complexity or challenges due to scale, economics, or the delicate nature of the challenge at hand.

Qualifications are:

- *A really BIG, bold plan, business or idea.*
- *Addressing challenges in areas of:*
 - *Energy, Forests, Sustainable Cities, Climate, Food, Water, and others from the listed 17 Global Goals for Sustainable Development.*
- *For-profit impact ventures, policy initiatives and not-for-profit entities.*
- *Joined up thinking, scalable, replicable.*
- *Great governance in place or in process.*
- *Not yet at optimum scale, still needing capital.*
- *Evidence of traction, dedication and or development.*

The Judging and narrowing process is structured to be adaptive and highly effective. The system is geared around stimulating user engagement, making it fun when on a mobile device or sitting at a desktop, and a seamless user experience either way. A key feature is BIGCrowd can get the ideal collaborators together - and attracting volumes of subscribers can help this to occur. More subscribers who set their preferences and interests, the greater chance the ideal game-changer for a particular challenge can be nominated or found. Collaboration, earnings, prizes, friendly competition and fair process can keep people engaged.

Innovation algorithms will be at work in the background, to capture the raw intelligence of the crowd, but with the fail safe protection of experts to give the best chance of Big Impact Game-changers being found and supported.



The BIGCrowd Platform could revolutionise Open Innovation the world over. While not part of our initial sales plans, the intent is to enable partner organisations, who may also sponsor challenges, to use the platform (for free or at low cost) to increase social and environmental innovation and thus drive performance. This 'white labelling' will help us tap into vast employee networks further helping driving subscriber growth.

Surveys of millennials routinely show that at the top of the list for employee attractiveness is what organisations are doing for the world. Well designed open innovation programs can transform organisations of all kinds. Nowhere is this more the case than innovation that has a social and environmental aspect. Benefits include: finding, nurturing and retaining talent; lowering costs; enhancing customer relationships; and adding to the bottom line.

Alongside £20k of cash and £10k to ensure good governance each BIGPrize will include a £70k monthly support budget. This exciting tailor made service in categories shown below will be delivered both by dedicated in-house teams and using BIG buying power - will be outsourced to best of breed suppliers.

Winning BIGs benefit from everything required to increase credibility, raise awareness and secure the funds they need to best position them for success.

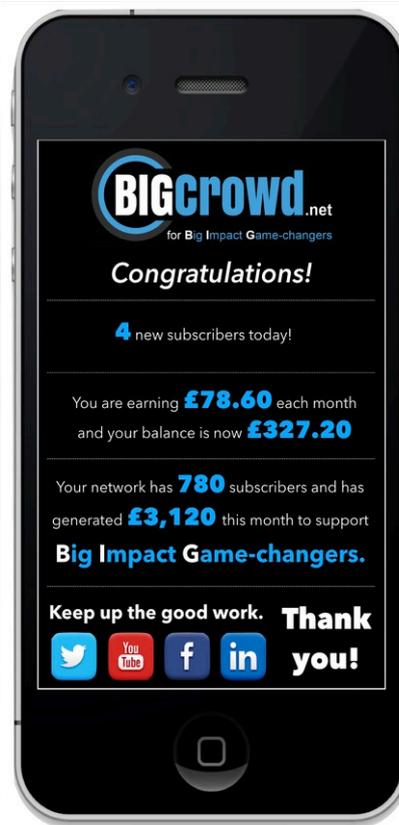
£900m over 6 years. With circa 50% of the BIGSupport budget spent on promoting Big Impact Game-changers, and combined with BIGCrowds own marketing budget (excluding subscriber commissions), this creates a £900m super marketing agency with the clients getting all services - for free.

Our goal is to leverage each £3.6m price - into at least £12m of value, additional capital, donations or support!

<p>Senior recruitment and talent management</p>	<p>Digital development</p>	<p>Regular storytelling</p>	<p>Video and animation production</p>	<p>Social marketing</p>
<p>Public relations</p>	<p>Science, technology & strategy consulting</p>	<p>Speaking opportunities + event attendance</p>	<p>Investor and supporter introductions</p>	<p>Offices and facilities</p>

We believe strongly in giving people everywhere a fair chance to earn and do good, addressing the issues they care about. BIGCrowd subscribers may earn from a few pennies up to a capped £10k a month for driving social media sharing to build BIGCrowd network revenue and to stimulate user engagement.

With the earnings cap, focus and governance, the distinct objective is to ensure BIGCrowd is both transparent and ethically driven on every level.

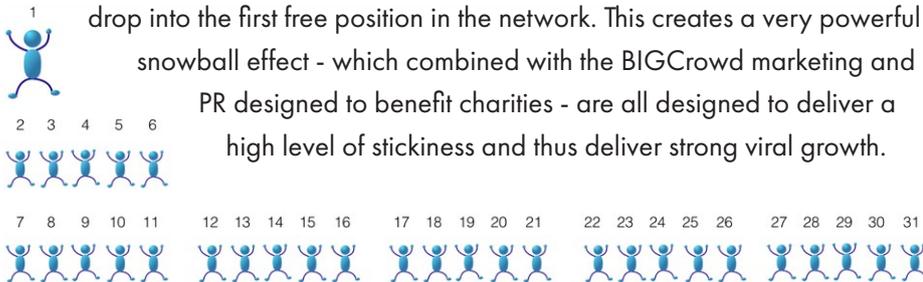


The platform is carefully designed so any subscriber with modest monthly effort, by tapping into their social network - can quickly build a network of thousands of other subscribers they have directly or indirectly introduced. Capping the amount any subscriber is able to earn personally, but by still recognising and rewarding the excess earnings this structure allows them to generate - which they choose where to donate - means they are empowered and engaged as small or large philanthropists.

Many success stories of the Big Impact Game-changers - and the crowd who earn and donate - add to the rich marketing mix.

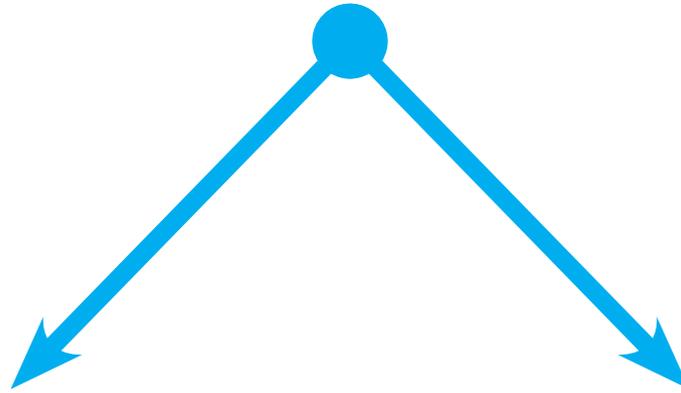
Subscribers can earn micro commissions from the ten levels of subscribers who are automatically positioned in the network below them. The system design forces a limit of 5 subscribers who are technically positioned on the first level of the network below each subscriber. Without needing to sell, subscribers are incentivised to share over social media to introduce subscribers directly (they get a bonus for this). However due to the limit of 5 and a clever thing called spillover, any new subscribers introduced directly, or by other subscribers positioned above or below,

drop into the first free position in the network. This creates a very powerful snowball effect - which combined with the BIGCrowd marketing and PR designed to benefit charities - are all designed to deliver a high level of stickiness and thus deliver strong viral growth.



EXAMPLE. You watch, vote and share each month. 3 of those you send a link to, subscribe on your first level, 5 on your second, and 4 on your fourth. Due to the spillover effect and activity of other subscribers and of marketing, your network builds to total **19,530** people. You earn **£2,115** in monthly commission and match bonuses, AND your network will collectively raise **£937,440** annually to support Big Impact Game-changers addressing the Global Goals.

There are just two ways to subscribe



1. Follow an email or social media link from a friend - and sign up.

Option 1 incentivises subscribers who are qualified to earn to introduce other subscribers (they need to watch 10 minutes of BIG content once a month, vote on it, and share). Earnings are merit based, and due to strict payment caps and network design, all subscriber activity also benefits charities too.

2. View BIGCrowd marketing or PR, go to the website - and sign up.

Option 2 helps raise £Millions for partner charities, but due to the clever part of our network structure which creates a snowball effect, it also helps qualifying subscribers earn for their ongoing collaboration and social media activity, thus further growing the network and helping charities earn.

BIGCrowd has been 2 years in development and the projections shown here have been generated carefully and conservatively. The commencement of sales shown in month 4 of year 1 - is after a 10 month period where key marketing partnerships will be established and the technology platform and user interfaces developed and stress tested for volume. Numbers shown reflect the several connected marketing aspects of the business, but also factor in churn rates, achievable marketing and partnership results, and net subscriber sales.

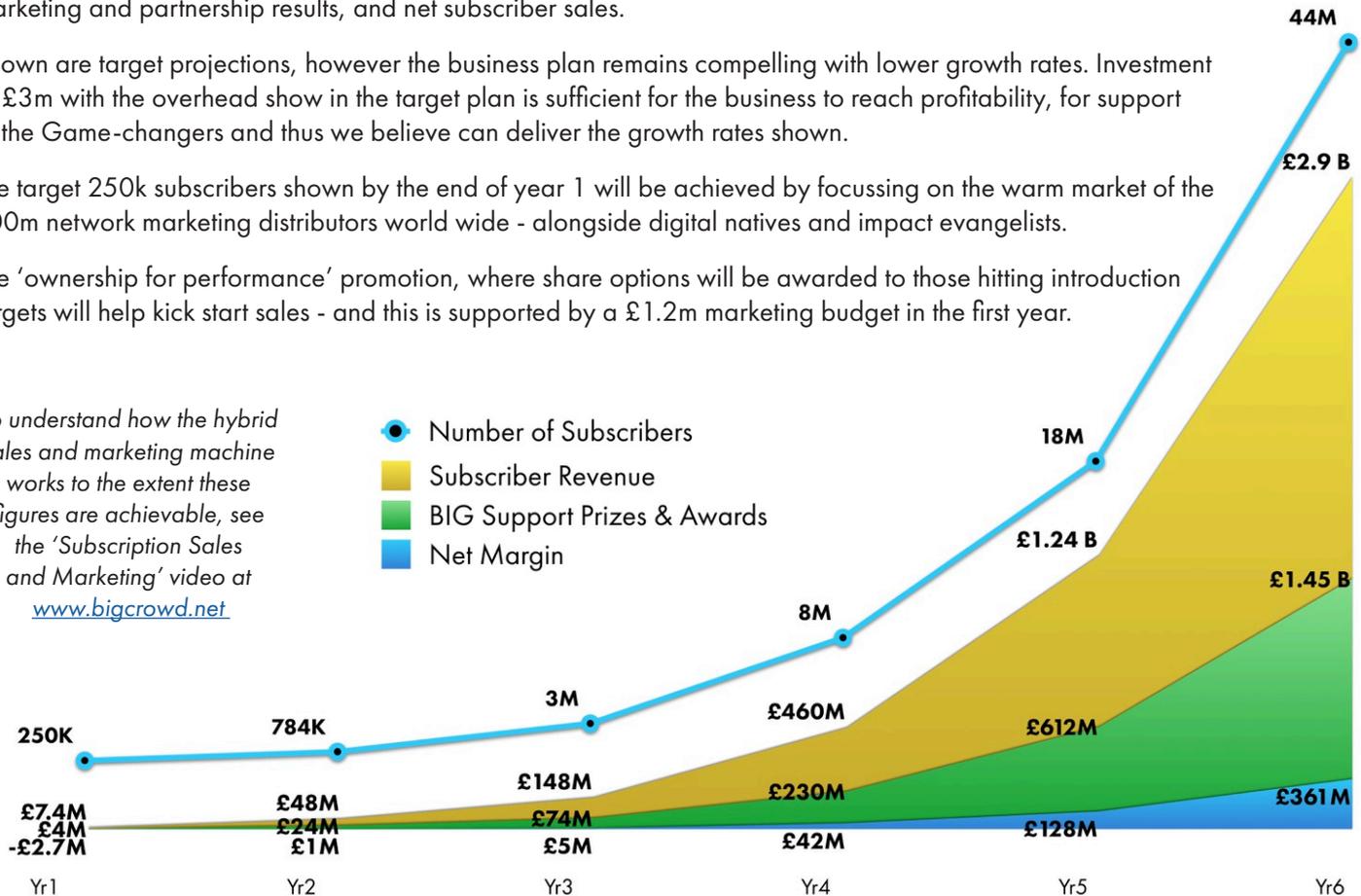
Shown are target projections, however the business plan remains compelling with lower growth rates. Investment of £3m with the overhead show in the target plan is sufficient for the business to reach profitability, for support of the Game-changers and thus we believe can deliver the growth rates shown.

The target 250k subscribers shown by the end of year 1 will be achieved by focussing on the warm market of the 100m network marketing distributors world wide - alongside digital natives and impact evangelists.

The 'ownership for performance' promotion, where share options will be awarded to those hitting introduction targets will help kick start sales - and this is supported by a £1.2m marketing budget in the first year.

To understand how the hybrid sales and marketing machine works to the extent these figures are achievable, see the 'Subscription Sales and Marketing' video at www.bigcrowd.net

- Number of Subscribers
- Subscriber Revenue
- BIG Support Prizes & Awards
- Net Margin



Transform BIGCrowd Ltd		
Steve Podmare (Founder)	20,000,000 A Shares (Voting)	33.3%
Transform Global Foundation	5,000,000 A Shares (Voting)	8.33%
Subscriber Option Pool	5,000,000 B Shares (Non Voting)	8.33%
Employee Option Pool	7,500,000 B Shares (Non Voting)	12.5%
Transform Global Nominees Ltd (Friends & Family)	7,500,000 B Shares (Non Voting)	12.5%
Final Seed Round (£500k)	5,000,000 B Shares (Non Voting)	8.33%
A Round (£2.5m)	10,000,000 B Shares (Non Voting)	16.6%

Transform Global Holdings Ltd		
100%	Various	100%
Transform BIGCrowd Ltd	Other Holdings	Transform Global Ltd (on hold)

Governance

It is important to state that the A Share voting / B Share non voting structure is designed to protect the long term objectives of the business, and to insulate from any interests that might put these impact objectives at risk. That said, the business is structured to generate a healthy financial return including providing timely partial or full exits for all stakeholders. When the foundation is set up and in a strong position, with trustees and board members (that can include investors) who are fully aware of their responsibility, nuance of the model, and the 'sustainable charter' is in force, the founder aims to reduce his voting rights - so the business is governed fully by the foundation for the long term.

The Capitalisation chart above shows the fully diluted ownership stake after the A Round is raised, and all 'restricted options' performance targets are met, qualifying the team for their equity stake - and aligning all interests. This includes 5 million subscriber options - which will be used as performance incentives to kick start subscription sales. Transform Global will not launch until BIGCrowd is in a strong position, however all IP associated with research and development for this model for a private sector development bank is included in the investor proposition. This structure aligns interests and removes possible conflict of interest for the benefit of all.

Step 1 - £500k 'Final Seed' Round

- 5m B Shares (Non Voting) in Transform Global Holdings Ltd
- Tax Status - First £150k is Seed Enterprise Investment Scheme Qualifying (SEIS) and the balance is EIS qualifying (tax allowances for UK taxpayers)
- Price per share - £0.10p
- Pre/post money value - £4.5m / £5m
- Ownership - 10% (8.33% post A Round - including dilution for employee options)
- £500k funds structuring, team to become operational, KPI research, platform development, and A Round raise.

Step 2 - £2.5m 'A round'

- 10m B Shares (Non Voting) in Transform Global Holdings Ltd
- Tax Status - EIS qualifying (Enterprise Investment Scheme)
- Price per share - £0.25p
- Pre/post money value - £12.5m / £15m
- Ownership - 16.6% (includes dilution for option pools)
- Use of funds - tech development, partner sales, beta sales, marketing and start of full operations; adding to the management team; creating and strengthening strategic partnerships. B Round close.

Rewards.

Some would like to know how much they can make by investing all or part of the £500k and £2.5m required to launch and reach profitability. Or - the further rounds of capital that we intend to then raise on the back of sales performance - so we might further accelerate growth.

It is possible to take the projections shown on page 15 and look at comparable valuations for companies that generate such value and profits that can rise from £1m in the second year to over £370m in the sixth. We would prefer to let people do their own calculations on the financial return potential.

Assuming BIGCrowd succeeds and delivers even a fraction of the revenue and profits shown - all stakeholders can do very well indeed. The mission is enabled by commercial success, and vice versa. These growth characteristics for a viral and purpose driven social network are highly attractive and can deliver many exit opportunities.

The goal is to ensure BIGCrowd and other BIGs can emerge in the strongest shape to deliver maximum impact - and our governance is structured so we can do this for the long term.

Decent financial rewards can be made by investors who put up the risk capital to make this all happen. Funds raised to tackle the BIG issues of modern times justify these returns alone - but the platform can deliver much more.

Helping millions earn and learn, inspiring and empowering them to collaborate, raise funds for important causes, discover and help Big Impact Game-changers succeed - all combines to create a powerful purpose driven ecosystem of actors - and thus can quickly become a compelling force for good.

Risks.

The comprehensive business plan goes into detail about the risks. Any investor should take advice, and projections for the sake of valuation cannot be guaranteed. One risk that we will mention here though is public perception.

Rewarding subscribers for sales they initiate through social sharing has several benefits. These include the low relative cost and high efficiency of marketing, and stimulating user engagement. These benefits make a low cost but high volume subscription possible - and thus are important to the mission.

However, despite the fact multi level marketing is a \$200 Billion a year industry with fans including Warren Buffett and Sir Richard Branson, and with 100m people involved world wide, the sector attracts criticism. In part this is down to a few bad actors who have taken a powerful word of mouth marketing system and used it to promote get rich quick schemes. Perhaps the larger part of the perception risk is the confusion people can feel when thinking about how network marketing structures work. Rightly or wrongly this can lead to false assumptions that anything looking like a pyramid is bad.

Any negative perceptions can turn positive over time. When first adopters tell stories of success (people earning), and exciting stories of doing good (BIGs delivering), many of the sceptics can be won over. Positive impact, transparency, clear communications and strong governance are all very important to us - and are central to how business risks will be understood and managed. With the mission front and centre, the reason for being is the belief that by far the greater risks for the world will come from failing to help Big Impact Game-changers emerge and succeed. We aim to make sure they do!

Motivation - is to tackle these issues - systemically and urgently

Core Belief

These issues will be best achieved by catalysing innovation and good business - and will be fuelled by the focus on positive innovation in finance

poverty

climate change

youth unemployment

the pension time-bomb

environmental degradation

extreme inequity led extremism

- Steve Podmore created BIGCrowd to address the widespread challenges in gaining support for Big Impact Game-changing ideas, and thus the goal is to bring the most important of these 'missed' projects to life.
- Central to delivering the vision, is a strong equity compensation plan for all direct personnel, that can support the motivations of people who wish to tackle the big issues in the world (as detailed left)
- Though financial incentives can be very powerful, the governance structure aims to ensure financial rewards are not achieved in isolation but as a direct consequence of generating targeted and measured social and environmental impacts.
- When BIGCrowd is in a position of strength, the goal will be to launch Transform Global, the vision for a Private Sector Development Bank to enhance the overall offering.

Management

- Steve Podmore - Founder and CEO
- Jagdeep Bhaura - CTO
- Gillian Harding-Moore - Marketing
- Phil Colclough - Network Development
- Steve Rocco - Advisor
- Kurt Hoffman - Advisor
- Alongside the above (bios at www.BIGCrowd.net), additions to the core team are currently being selected, and this includes Judges and Impact Ambassadors.



Steve Podmore



Jagdeep Bhaura



Gillian Harding-Moore



Phil Colclough



Steve Rocco



Kurt Hoffman

To learn more, check out the FAQ section and videos at www.bigcrowd.net
Or contact Steve Podmore on steve@bigcrowd.net or call +44 7853 008199

Think Different

"Here's to the crazy ones. The misfits. The rebels. The troublemakers. The round pegs in the square holes. The ones who see things differently. They're not fond of rules and they have no respect for the status quo. You can quote them, disagree with them, glorify or vilify them. About the only thing you can't do is ignore them. Because they change things. They push the human race forward. While some may see them as the crazy ones, we see genius. Because the people who are crazy enough to think they can change the world, are the ones who do".

Steve Jobs