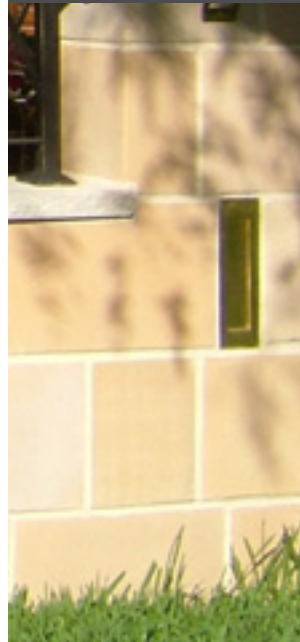
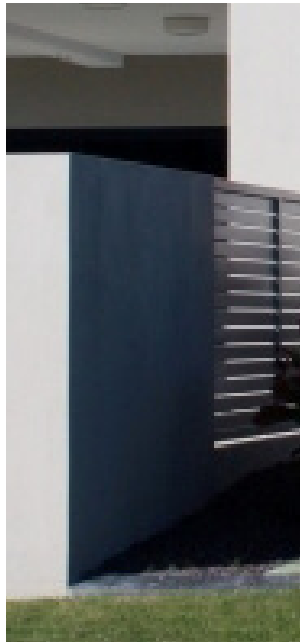
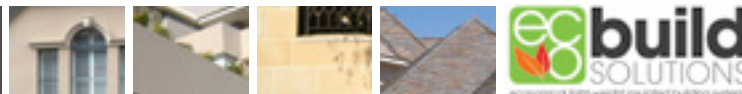


economical light-weight insulated building systems

Offer Document





This is a Small Scale Offer to issue Securities in the form of Ordinary Shares in

Ecobuild Solutions Limited ACN: 143 490 359

Opening Date: 3rd day of September 2010

Closing Date: 2nd day of September 2011

Ecobuild Solutions Limited intends to raise \$1,000,003 through this Offer Document:

Round 1

8,333,400 @ \$0.030 cents per Ordinary Share in return for the capital contribution of \$250,002

Round 2

6,250,000 @ \$0.040 cents per Ordinary Share in return for the capital contribution of \$250,000

Round 3

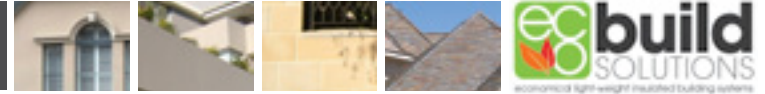
10,000,020 @ \$0.050 cents per Ordinary Share in return for the capital contribution of \$500,001

Note: Rounds 1, 2 and 3 are being offered consecutively as each Application is received.

Additional Rounds

Any additional Rounds of capital raising will be wholly contingent upon the Company's Round 1, Round 2 and Round 3 capital raising being fully subscribed. The Company may elect, at its sole discretion, to offer Securities for Round 4 (or more) to remaining concessions covered by s708(1) of the Corporations Act 2001 (Cth) (hereinafter 'the Act') or to any sophisticated, professional or other excluded investors pursuant to section 708 of the Act. Any such Offer may be made through a Supplementary Offer Document or an Investment Memorandum. Should there not be any sophisticated, professional investors or remaining concessions, an additional Round/s may be made under full disclosure.





DISCLAIMERS & WARNINGS

In any stage of capital raising being undertaken, the pricing of the securities provides investors with a guide only and the price paid for securities will always be a matter for negotiation between the parties. 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

- (a) 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;
- (b) The information contained in this publication has been prepared by or on behalf of the Company. Neither ASSOB Pty Ltd ACN 114 772 020 (hereinafter 'ASSOB') nor E-media Management Pty Ltd (trading as Nexttrack) ("Nexttrack") (hereinafter 'Class Order Operator'), its associates or agents have undertaken an independent review of the information contained in this publication;
- (c) 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;

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

ASIC CLASS ORDER 02/273 PROMINENT STATEMENTS

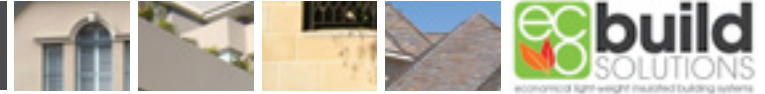
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A prospective investor is strongly advised to take appropriate professional advice before accepting an offer for issue or sale of any securities or scheme interests.

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 that 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 fulfillment 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.

PURPOSE AND CONTENTS

This Offer Document has been prepared to provide selected parties with a preliminary understanding of the investment opportunity offered by the Company, and to assist the recipient in making their own independent appraisal of this investment, before subscribing for the Shares to be issued by the Company pursuant to this Offer Document and pursuant to the offer documented in this Offer Document.

The Offer is being made to investors relying on a number of the exclusions under Section 708 of the Act. This means the Offer is excluded from requiring a prospectus or other disclosure document under Part 6D.2 of the Corporations Act (and from requiring a Product Disclosure Document, Financial Services Guide and Statement of Advice as defined under Part 7.1 of the Act). Accordingly, this Offer Document is neither a prospectus nor any other form of disclosure document within the meaning of Part 6D.2 of the Act (nor a Product Disclosure Document, Financial Services Guide and Statement of Advice as defined under Part 7.1 of the Act).

This Offer Document has not been prepared to the same level of disclosure required for a prospectus or other disclosure document. In particular, no verification of, or due diligence exercise on, the information contained in this

Information Offer Document has been undertaken by any person for any purpose.

This Offer Document does not purport to be complete or contain all of the information which a prospective investor may require. In addition, some information may have changed since this Offer Document was prepared and some of the information contained in this Offer Document has been obtained from third parties and has not been independently verified. No representation, warranty or undertaking, express or implied, is made (or will be made in any agreement) as to the accuracy, currency, reliability or completeness of any information contained in this Offer Document (or any supplement to it or any further information supplied by or on behalf of the Company or the Directors or officers of the Company, the respective shareholders thereof or any other party involved in the preparation of or referred to in this Offer Document).

This Offer Document should not be regarded as adequate to provide the sole or principal basis of any investment or credit decision or any other risk evaluation and may not be considered as a recommendation by the Company or any other person in connection with an investment in Ecobuild Solutions Limited. Recipients should not rely on any statement contained in this Offer Document and instead should determine their interest in subscribing for the Notes on the basis of independent investigations that they consider necessary or desirable and should seek professional advice.

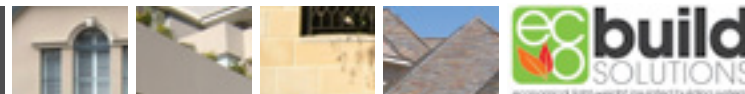
Nothing contained in this Offer Document is a promise or representation (express or implied) as to the future. Moreover,

some of the information contained in this Offer Document involves subjective judgment and analysis and is subject to significant uncertainties and contingencies, many of which are outside the control of the Company. The information has been prepared in accordance with the assumptions stated (where applicable) in this Offer Document and there is a risk that the actual performance of the Company may or will vary from such assumptions or information. No assurance or representation is made by any person that any forecast or projection will be achieved. Accordingly, recipients must make their own investigations and inquiries regarding all assumptions, uncertainties and contingencies, which may affect the future operations of the Company.

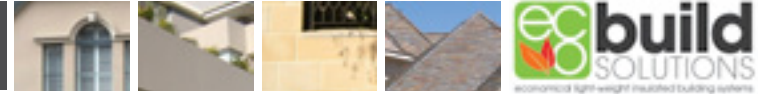
The Company and the other parties referred to in this Offer Document do not accept any responsibility to inform the recipient of any matter arising or coming to their notice, which may affect any matter referred to in this Offer Document.

NO REPRESENTATIONS

The Company has supplied the content (text, pictorials, diagrams and photographs) contained in this Offer Document. The Australian Small Scale Offerings Board presents the Offer Document on its website in good faith believing the content to be true, but makes no representations as to its accuracy. Prospective investors are urged to make further enquiry about this investment, as well as seek appropriate professional advice before investing.



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1. Investor Highlights

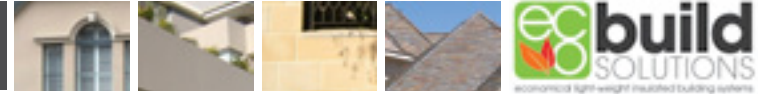
Ecobuild Solutions Limited (Ecobuild) is an Australian company that offers a truly ground-breaking and unique product range to the building and construction industry – an industry where product innovation is sorely needed but tends to be slow to happen. Ecobuild designs, develops, manufactures, markets and distributes a range of branded cladding, roofing and flooring products and systems that provide marked efficiency and “ease of use” improvements on existing building materials, whilst also being highly affordable and providing cost benefits to builders and renovators. Due to the distinct lack of change within the industry, Ecobuild is well placed to establish a strong position into the market with its range of building solutions.

Ecobuild’s strong position is bolstered by the following factors:

- » **The company has a range of products that have a clear, marketable point of difference that appeals to both builders and prospective home owners.**
- » A licensee network of Australian small builders and carpenters will act as Ecobuild’s national grassroots sales and installation team for their products, allowing the company to keep lower overheads whilst achieving “ground floor” market penetration.
- » Ecobuild will create the licensee network through selling the benefits of its products (lower costs, quicker to install, greater finish quality) to builders and carpenters
- » **Their products provide high levels of insulation, providing a buying impetus for customers who want to cut down on their energy usage. With the cost of electricity rising as it has, this will be a major selling point for Ecobuild’s products.**
- » The company will seek green accreditations after raising capital, which will give their products a sense of credibility and marketability that others in the market don’t have.
- » **The building industry is one that benefits significantly from product improvements, however, improvements are often few and far between, leaving a clear gap for Ecobuild to establish a significant niche position.**
- » International expansion is a high priority for the company, and will allow them to gain further revenue whilst strengthening brand recognition domestically.
- » **Ecobuild has a set of new products that will complement their existing range whilst further bolstering the company’s market share.**
- » The size of the Australian new house and “alterations and additions/renovations” industry is expected to reach \$36bn in FY2010. Capturing even a small niche share of this market can thus be highly lucrative.
- » **The company has a board of directors and management team that are highly experienced in the building industry and right across the disciplines of product design and innovation, sales, installation, project management, strategy formulation, business processes, financial and performance management, operations, accountancy and administration. They are absolutely focussed in their goals for the company and are fully aware of the potential that the building industry has for significant profits.**

The company already has a solid foundation to build from, with capital raised through this Offer Document giving it the ability to expand on this base further whilst taking moves to build on new products and markets. As such, Ecobuild is poised for rapid expansion initially in Australia and then internationally, in an industry that has historically proven to be very profitable – even during normal cyclical variations.

The company intends to look towards a trade sale within 3 to 5 years, targeting high profile ASX listed companies that would view an innovative, high growth company as an attractive and complementary addition to their product range, Given that ASX listed companies trade at earnings multiples (ie: circa 8 to 10 times EBIT) higher than those paid for acquisitions (ie: circa 4 to 6 times EBIT), there is a strong financial incentive for them to acquire profitable companies since these acquisitions have an immediate accretive effect (ie: even before synergies) on their own valuations



2. Executive Summary

More than just a supplier of standard building materials, Ecobuild Solutions Limited provides products that make it easier and more cost effective for builders to achieve great results on projects. The company's products cover the roofing, wall-cladding and flooring fields within homebuilding, and utilise lightweight design and a "track and rail" system that is unique to the company. Additionally, each of their products provide a wide range of varying benefits such as insulation, fire and water protection, and vermin protection, and each has a variety of finishes to suit the overall finish of the house.

In order to maximise market penetration for their products, Ecobuild will set up a licensee network that will act as certified installers of the company's products. By engaging small builders and carpenters to act as installers and resellers of their products, Ecobuild will work towards building a culture where end-customers will actively search for operators that carry their products; this will further create incentive for others

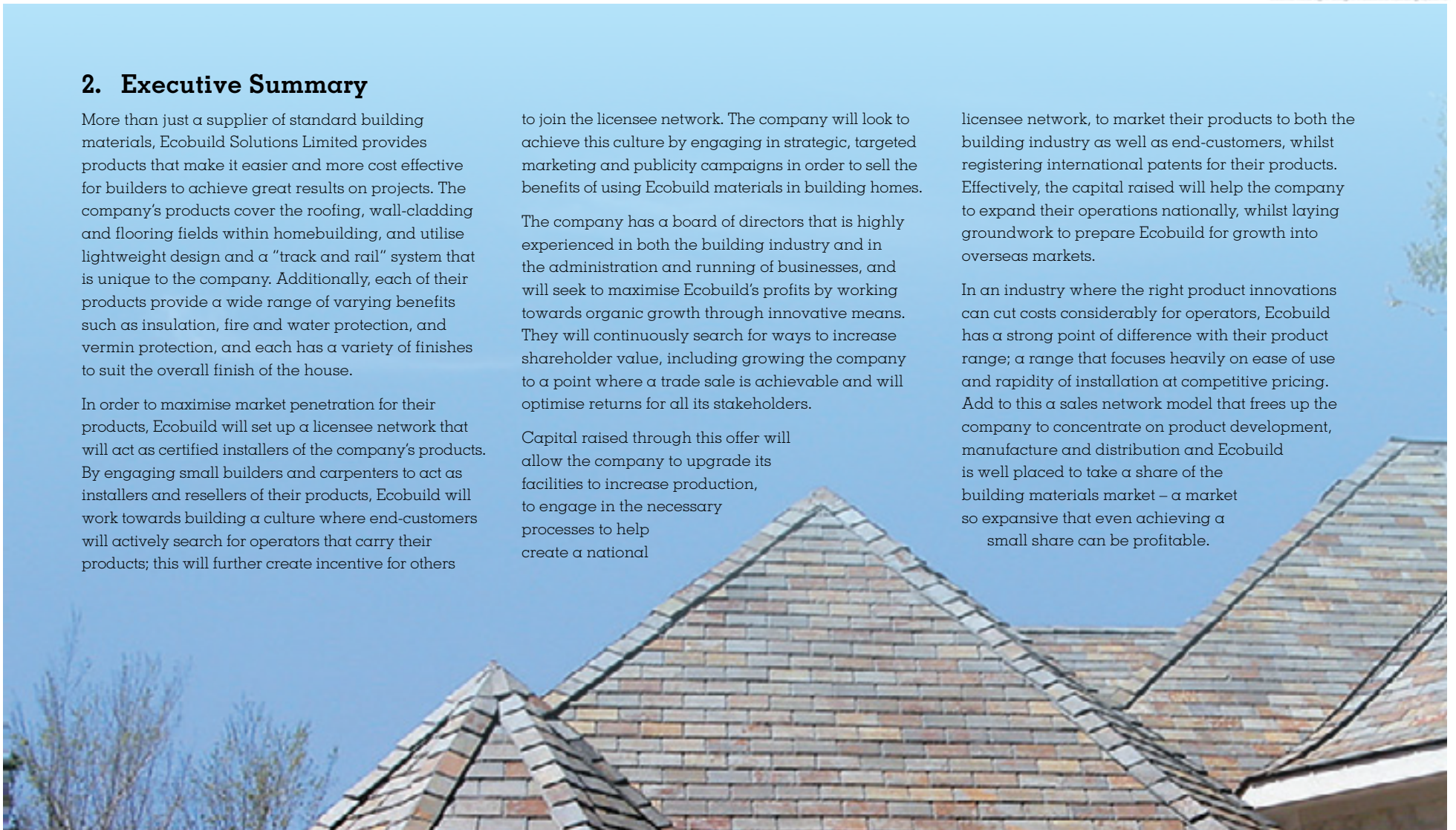
to join the licensee network. The company will look to achieve this culture by engaging in strategic, targeted marketing and publicity campaigns in order to sell the benefits of using Ecobuild materials in building homes.

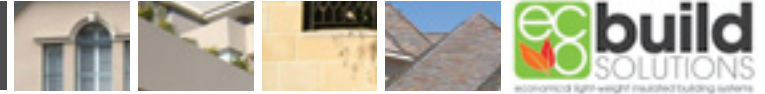
The company has a board of directors that is highly experienced in both the building industry and in the administration and running of businesses, and will seek to maximise Ecobuild's profits by working towards organic growth through innovative means. They will continuously search for ways to increase shareholder value, including growing the company to a point where a trade sale is achievable and will optimise returns for all its stakeholders.

Capital raised through this offer will allow the company to upgrade its facilities to increase production, to engage in the necessary processes to help create a national

licensee network, to market their products to both the building industry as well as end-customers, whilst registering international patents for their products. Effectively, the capital raised will help the company to expand their operations nationally, whilst laying groundwork to prepare Ecobuild for growth into overseas markets.

In an industry where the right product innovations can cut costs considerably for operators, Ecobuild has a strong point of difference with their product range; a range that focuses heavily on ease of use and rapidity of installation at competitive pricing. Add to this a sales network model that frees up the company to concentrate on product development, manufacture and distribution and Ecobuild is well placed to take a share of the building materials market – a market so expansive that even achieving a small share can be profitable.





3. Business Overview

3.1 Company History

Ecobuild Solutions Limited was established in May 2010 as the successor company to both Unreal Stone Pty Ltd (USPL) and Ecoslate Roofing Pty Ltd (ERPL). USPL was established midway through 2005 by Trevor Proctor and Terry Hillman to produce and install lightweight, manmade, sandstone cladding tiles for the renovation and decoration of homes.

Within the framework of a continuous research and development program, the USPL team designed a unique cladding "track and rail" installation system – a system they would go on to patent. Not only could this new track and rail format be applied to the company's sandstone products, but it could also be applied to a range of cladding substrates and finishes. With the benefit of this enhanced system, USPL were able to build a comprehensive range of products in the cladding market designed to meet the needs of all customer and pricing tiers.

At the same time, the USPL team also developed and designed a unique roofing system incorporating slate and insulated panels. This new system received national media coverage on the ABC's New Inventors TV show and a separate company, ERPL, was established in September 2008 as a subsidiary

of USPL. In May 2010, Ecobuild Solutions Limited and its wholly owned subsidiary, Ecobuild Solutions (Operations) Pty Ltd, were established and acquired the intellectual property of USPL and ERPL.

USPL and ERPL, up to the point of acquisition, had completed approximately thirty full refurbishment projects (generally in excess of \$50,000 in sales value for each project) as well as many smaller projects – these sales were generated primarily on the basis of word-of-mouth promotion since the products and

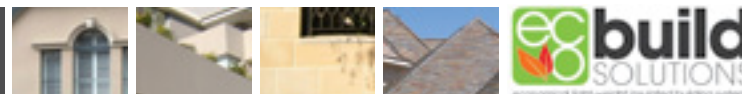
systems had not yet been fully commercialised.

The feedback from end-customers has been overwhelmingly positive, with there being several instances of repeat customers spending in excess of \$100,000 each.

The rapid uptake on the original companies' products – despite the fact that they hadn't been marketed – was a strong indication of the potential future success of these products given a stronger push in the marketplace.








**Ecobuild has not yet acquired all the assets from USPL*



3. Business Overview (CONT)

3.2 Company Products

Product Name	Category	Components	Attributes
	Roofing (High-end)	<p>Real slate laminated to high density machined insulating board which allows the modules to interlock each other in the installation procedure with our innovative aluminium extrusion batten. This system can utilize other forms of roofing material such as terracotta etc and has a patent (pending and in application).</p> <p>Panels & tiles imported from overseas – Assembly & finishing in Australia.</p>	<p>Prestige look of real slate; Only utilises 2/3 of traditional slate roofing; Far easier to install than real slate and alternative slate systems; No maintenance; Provides insulation.</p> <p>Less than half the weight of terracotta and concrete tile roof products. Provides both thermal and sound insulation.</p>
	Roofing (Mainstream)	<p>Lightweight reconstituted slate/resin reinforced roofing tiles reproducing a natural slate.</p> <p>Imported from China on basis of Ecobuild mould – Exclusivity agreement to be arranged.</p>	<p>Appealing look comparable to real and other reconstituted slate; Much cheaper than other slate alternatives – competitive vs terracotta; Durable; Light & easy to install; Colourfast; No maintenance.</p>
	Wall Cladding (High-end)	<p>Reconstituted sandstone moulded onto high density insulating board with machined edges which allows the tiles to be interlocked in the installation procedure using the unique patent (pending and in application) “track & rail” system. Many other natural stone materials can also be used with this insulated cladding system.</p>	<p>Prestige “real sandstone” look; Full BCA compliant insulation rating; Light and easy to install; Low maintenance; Water- and vermin-proof; High durability; Cavity system allowing air-flow and moisture release; Very competitively priced.</p> <p>Less than half the weight of most other stone cladding products. Provides both thermal and sound insulation.</p>
	Wall Cladding (Mainstream)	<p>Lightweight specialised reinforced board laminated on XPS-insulated foam. Installed using the patented (pending and in application) “track and rail” system.</p> <p>Imported from China on Ecobuild instructions – Exclusivity agreement to be arranged.</p>	<p>Light and easy to install; Full BCA compliant insulation (thermal and sound) rating; Many “finish” options (ie: textured, painted, panels, blocks, etc); Low maintenance; Fire-rated; Water- and vermin-proof; High durability; Cavity system allowing air-flow and moisture release; Very competitively priced.</p>
	Flooring (Non-concrete)	<p>Lightweight specialised reinforced board laminated on both sides of XPS-insulated foam. Installed using a simple joiner system.</p> <p>Imported from China on Ecobuild instructions – Exclusivity agreement to be arranged.</p>	<p>Light, easy to install and very strong; Full insulation (thermal and sound) rating; Many “covering” options (ie: wood panels, tiles, vinyl, carpet); Low maintenance; Fire-rated; Water- and vermin-proof; High durability; Very competitively priced.</p>



3. Business Overview (CON'T)

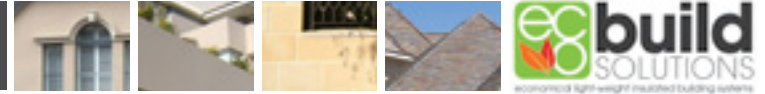
3.3 Going Forward

Given that Ecobuild has a fully developed and ready-for-market product range, the company, through this Offer Document, is now seeking the necessary investment to properly commercialise their product range. Prior to this commercialisation, the company has entered in to direct communication with builders and carpenters and has established a model to create a licensee sales network ensuring that future marketing and sales activities are done in an efficient and productive manner. With what will be an extensive licensee network that will help to gain the company grassroots support and product sales, Ecobuild will be looking towards a future as a niche provider of high quality, competitively priced building materials.

Ecobuild's broader corporate and financial objectives are:

- » Capture 0.8% to 1% share of the total roofing, wall cladding and flooring markets that the company operates in. The company estimates that it will capture between 20% and 80% of the specific niche markets in which it will operate.
- » Grow sales revenues to \$20 million to \$25million and EBIT of \$3.5 million to \$4.0 million by December 2013.
- » Position the company for either a trade sale or float at that time based around an anticipated enterprise value of about \$20million.





4. Company Strategy

4.1 Route to Market and Procurement of Licensees

Ecobuild intends to create a national licensee network to reach and penetrate the Australian building and construction market. The licensee network takes part of the onus for marketing, distribution and installation off Ecobuild's hands and provides the most scalable, cost effective and controllable method to achieve the company's objectives and optimum market reach. This allows the company to focus more on delivering high quality products as well as put more resources into activities like research and development. Effectively, this network will become a basic series of franchises, where licensees purchase the goods from Ecobuild and will be given the benefits of a low cost, high quality, easy to install product-range that will also be attractive to end customers.

Small Builders:

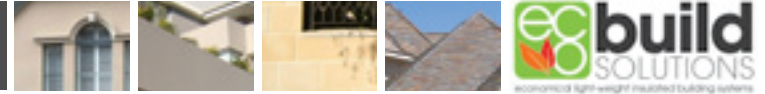
From the perspective of a building products manufacturer, the most important component in the house building process is the builder, as they are able to influence both the architect and the end user on what building materials to use for a project. Whilst they will have to choose products that will benefit the structure and aesthetic of the finished building, their own personal preferences for ease of use and quality will play a part in how they choose to influence their clients and others working on the project.

The below table reflects the number of builders in Australia:

Main State	Non employing	Employees: 1-19	Employees: 20-199	Employees: 200+	Total with employees	Total	% Market share of top 20 Builders (HIA)
New South Wales	6,147	5,478	117	15	5,610	11,757	27%
Victoria	5,250	4,542	99	6	4,647	9,897	32%
Queensland	4,956	4,152	156	15	4,323	9,279	25%
South Australia	1,326	642	36	0	678	2,004	42%
Western Australia	1,719	972	54	6	1,032	2,751	76%
Tasmania	612	318	18	6	342	954	
Northern Terr.	159	141	0	0	141	300	
ACT	378	261	3	0	264	642	
Total	20,547	16,506	483	48	17,037	37,584	

Source: ABS report 8165.0 - Counts of Australian Businesses; Industry 4111 = House construction

As can be seen from the table above, small builders control a very large proportion of the market and as such make up an important part of the Ecobuild customer base. The company will work to create a solid name for their products, where end customers, not just builders, will know of Ecobuild materials and see their use as a significant advantage. This will provide those in the licensee network with a strong point of difference that will set them aside from their competitors whilst giving Ecobuild a bigger market share.



4. Company Strategy (CON'T)

Carpenters:

One of the unique selling points of the Ecobuild product range is that it is based around simple installation systems and as such it is not necessary to rely only on specialist trades or licensed builders. The carpenter market in Australia is estimated at nearly 40,000 (see table below) and similarly to the small builder group represents an excellent opportunity for the company to develop a significant national licensee network.

State	Non employing	Employees: 1-19	Employees: 20-199	Employees: 200+	Total
New South Wales	9,705	4,017	72	18	13,812
Victoria	6,792	2,556	54	12	9,414
Queensland	7,380	1,815	90	6	9,291
South Australia	1,719	552	24	0	2,295
Western Australia	3,234	909	30	3	4,176
Tasmania	522	135	6	0	663
Northern Terr.	252	57	3	0	312
ACT	507	153	3	0	663
Total	29,604	10,041	279	39	39,963

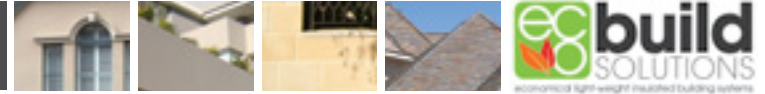
As much of the Ecobuild range is focussed on ease of use, and doesn't require special training for installation, there are excellent prospects for the company to target carpenters that are involved in the building industry, but aren't necessarily accredited builders.

Small builders and carpenters, of which there are close to 80,000 in Australia, will form the basis of the Ecobuild Licensee Network and will help to generate revenue and profit for the company and their own businesses through the following:

- » Direct quotes to end-customers;
- » Receiving referral quotes and leads from Ecobuild;
- » Builder leads generated through point-of-sale and merchandising in reseller outlets and;
- » Referrals from builders or architects with whom the licensee has a (local) relationship.

The Licensee Network model will be critical to the success of the delivery of the Ecobuild brand, product and service offering. This strategy will be highly beneficial in delivering the company's corporate outcomes because:

- » It enables Ecobuild to maintain control over marketing and distribution processes without



4. Company Strategy (CONT)

having the complexity and capital costs associated with being a vertically integrated manufacturer, distributor and installer.

- » The small builder and carpenter licensee base is an excellent grass roots base to work from for attracting appropriately qualified and suitable licensees.
- » The licensee network gives Ecobuild local sales and business development representation by utilising locally known and active builders and carpenters, providing deep market reach for the company.
- » It is replicable and scalable.
- » It is associated with significant commitment from the licensee as it gives them a point of difference relative to the large proliferation of other builders and carpenters and therefore the opportunity to build value in their businesses.
- » Provides strong and healthy margins to Ecobuild.

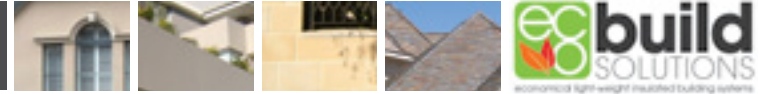
4.2 Corporate Strategy

Ecobuild's significant licensee network will be protected by a set of broad corporate strategies;

Differentiation: Ecobuild will gain competitive advantage through its unique range of products and services, emphasizing the superior attributes of Ecobuild's products and its highly competitive pricing.

Operational Excellence: Ecobuild's main activities are based around product development, sales, marketing, manufacturing and distribution while the company's products and services are delivered via its primary channel to market – the Licensee Network – and as such consistent, reliable service to the licensees will be of paramount importance.

Key market familiarity: Whilst the company is largely concerned with the manufacture and design side of the products, Ecobuild will work to build familiarity amongst both those in the building industry as well as the end user market. By creating brand recognition amongst those looking to build a house, Ecobuild will be able to guide these customers towards their licensees with the exclusive rights to their products.



5. Target Markets

The Ecobuild target markets are essentially split into two categories: those in the building industry and those in the end customer market for a newly built home or a home requiring renovation. Following is a discussion of each market and their significance to Ecobuild.



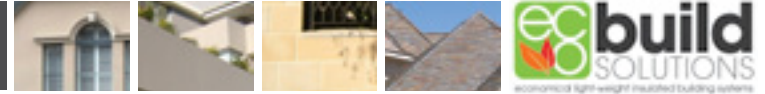
Building industry

The building industry consists of a wide variety of operators, however, in the case of Ecobuild the sub-target markets here are small builders and carpenters. Whilst they will form the basis of the company's licensee network, and a good proportion of the strategies implemented will focus on them, the entire building industry can be targeted to encourage word of mouth promotion. Instead of placing all emphasis on communicating directly with potential licensees, it is important that the company's messages reach all facets of the industry; this will aid in the referral process, allowing those that may not have a direct use for Ecobuild's products to be able to let potential licensees know about benefits they may get from them.



End customers

This demographic consists of those that will own homes where Ecobuild materials have been used, either where a house had been built from scratch or renovations using the products have been undertaken. In order for 'potential end customers' to become end customers it will require two things: a strong, knowledgeable licensee network that is able to show the benefits of Ecobuild's products, and a targeted campaign to communicate with the general public that will cement the company's brand in the greater consciousness, thus creating recognition and demand for products and licensees. Whilst the Ecobuild Licensee Network stands to deliver substantial efficiencies to the company, much of their success will be based upon their ability to gain brand traction with those in the end customer market.



6. Marketing/Promotional Plans

6.1 Marketing and Promotional plans for licensees and end customers

The marketing and promotions for Ecobuild will be done on three different levels, each with a different purpose: one level will be to attract potential licensees, another to allow licensees to market themselves to potential clients, and the third level will aim to create brand recognition amongst end customers.

Reaching potential licensees

Word of mouth will play a major part in attracting new licensees to the Ecobuild network, and will be encouraged by practical marketing activities to generate buzz within the building industry. To this end, the company will utilise trade and product discussion nights, where those in the industry will be able to interact with the Ecobuild range "hands on". This will give Ecobuild's salespeople an opportunity to directly market their products to builders and will also allow them to discuss the details and advantages of the licensee network. The company will be able to utilise trade publications in order to create awareness for these nights, whilst building industry bodies will be able to be targeted to assist propagating information to members. Whilst it is unrealistic to expect that every attendee at these trade nights will walk away

as a licensee, they will serve the purpose of helping to reinforce Ecobuild's name amongst those in the industry.

Furthermore, there exists substantial opportunities to utilise both paid advertising and publicity within trade publications to help market the advantages of the Ecobuild product range; this will help to create brand awareness and will further assist word of mouth communications amongst those in the industry.

Helping licensees to market themselves

Whilst delivering training in how to use their products, Ecobuild will also train licensees in sales and customer relations, whilst delivering an advertising blitz in the operator's local area. This will be accompanied by a visit from Ecobuild's sales management team to help discuss marketing possibilities with new licensees. New licensees will also be delivered a marketing collateral package that will include brochures, posters, product samples and a fully equipped sign-written trailer, as well as all necessary sign-writing for work vehicles.

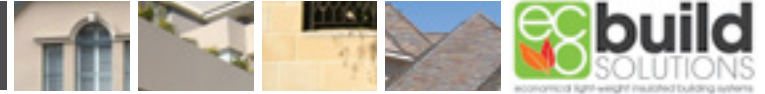
As licensees will be at the grassroots level when it comes to marketing the Ecobuild product range, it is absolutely vital that they are equipped with these

necessary tools; both to help create public awareness of the Ecobuild brand, as well as to create a visible point of difference for those involved in the licensee network.

Achieving brand recognition with end customers

In order for the licensee network to work to its full potential, it is paramount that public brand awareness is achieved. This will help to create the 'point of difference' that the licensees will use as leverage when working for end customers. In order to do this, it will be necessary to utilise more mainstream forms of media – this may include utilising home improvement programs and magazines, as well as providing materials for reality "home makeover" programs.

The company will work towards making the Ecobuild brand one that is recognised both by those in the building industry, as well as by the general public. This will help to instigate a self-perpetuating cycle of supply and demand between licensees and end customers.

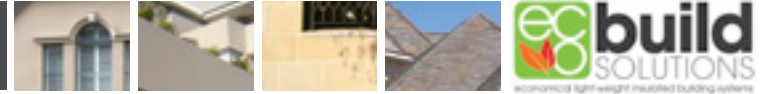


6. Marketing/Promotional Plans (CON'T)

6.2 Product Marketing

The Ecobuild range of roofing, cladding and floor systems has been designed, developed and sold commercially over the past 18 months through the predecessor companies. The range offers a comprehensive series of branded and innovative products covering key components of the building and construction industry. The table on Page 9 details the attributes of Ecobuild's products that will be able to be used for all marketing and publicity. By marketing these 'points of difference' that the products have, it will be possible to get brand traction with those in the building industry as well as end customers.





7. Competitive Advantages

An alternative offering

The building materials industry is crowded by operators – many of whom have been in the market for several decades. This state of affairs has led the industry to become stagnant, as builders and carpenters often become “rusted on” to using the products of businesses that they’ve become accustomed to. This presents an excellent opportunity for Ecobuild to enter the market as a provider of cost effective, easy to install building solutions that provide clear advantages over what’s already on the market.

Cost savings for builders and carpenters

By producing highly affordable, lightweight building materials, Ecobuild are able to offer solutions to builders that allow them to keep their costs low, and therefore decrease their overheads. This will be a persuading factor for many builders, as it will present the ability to make greater profits; initial purchase costs for materials will be generally lower than other, similar products on the market, and ease of use factors will make installation much faster. These will be attributes that Ecobuild will be able to use to sell the benefits of their products to potential licensees.

Ease of use

One of the biggest concerns for those in the building industry is trying to ensure that projects are completed on time. Ecobuild are able to go to the market with an offering that assists builders to achieve this, through improved systems (such as their track and rail system) that will make installation much easier. Builders will see this as an advantage to their own working capacity and will thus be more likely to become involved in the Ecobuild Licensee Network, which in turn will provide greater profits to the company.

Product reputation

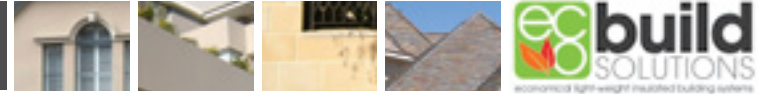
Prior to the full commercialisation of their products, Ecobuild have had considerable sales success just through word of mouth communications amongst builders and end-customers. The company will work to build on this reputation through creating support amongst licensees and potential licensees, as well as targeting end customers. By creating brand recognition and favour amongst those looking to have a house built, Ecobuild will be able to create an added motivation for prospective members of their licensee network, as end customers will see an affiliation with Ecobuild as an added advantage in the building of their house.

Product Accreditations

Due to regulation and the expectations of clients, builders tend to be risk averse, and are hence likely to find useful any materials or techniques they can utilise that will help to create a safer, more durable structure. Accordingly, Ecobuild are in the process of acquiring safety accreditations for their products’ ability to withstand fire, cyclone, heat, and a whole host of other durability issues. These accreditations will not only appeal strongly to builders, but also the end customers, who will see the use of such products as a huge advantage for the ongoing integrity of their house.

Seeking Green Accreditations

Ecobuild have obtained quotes and will initiate green accreditations after the raising of funds. This accreditation will be sought on the basis that the product range provides energy efficiency through its insulation capability. These credentials will be sought through recognised industry benchmark specialists.



8. Objectives

Short term – Immediately during capital raising

- » Completion of product accreditations re durability, fire-rating, cyclone-rating, green credentials, etc – In addition, completion of all requisite product documentation.
- » Fit-out of showroom and upgrade of offices
- » Upgrade of factory in order to improve productivity as well as OH&S credentials
- » Initial development of licensee network model
- » Travel to overseas suppliers to shore up sourcing agreements and terms
- » Commencement of marketing and advertising plan
- » IT – Upgrade of ERP & management systems and roll-out of website quoting, ordering and statistical system
- » Investment in international patent applications

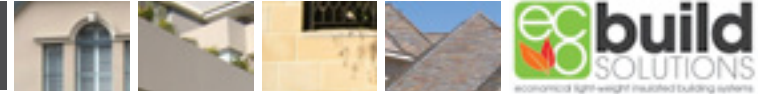
Medium Term (6 to 12 months from completion of Round 3 capital arising)

- » Dec 2010: Hire of key position of Operations & Logistics Manager
- » Jun 2011: To have signed seven licensees (all in NSW) and Ecobuild becomes cash generative
- » Dec 2011: Commence sales to first licensee in QLD
- » Jan 2012: Commence first sales to international customers
- » Jun 2012: To have signed 19 licensees who have reached the targeted average purchases of \$0.6m per annum

Long Term: (12 months to 36 months from completion of Round 3 capital raising)

The Directors consider that the funds to be raised in Rounds 1, 2 and 3 will provide the Company with sufficient working capital to fulfil the objectives stated above. However, the Company's ability to effectively implement its business strategy over time may depend in part on its ability to raise additional funds, particularly in view of further international expansion and related manufacturing capacity requirements and it may consider undertaking a further Round/s of capital raising after June 2011 in order to sufficiently develop its business operations.

The Board will continuously look for ways to increase and enhance Shareholder value and wealth. This will not only focus on operational efficiency and profitability, but on matters such as expansion by product or service range, acquisition or merger, or through various exit considerations, such as a trade sale, IPO here or overseas, backdoor or compliance listing, LBO or MBO. These opportunities will be considered by the Board as the Company develops.



9. Board of Directors/Key Management

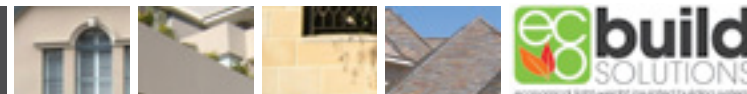
Name / Position	Responsibilities	Career Summary
<p>Trevor Proctor Executive Director; Sales & Development Manager</p>	<ul style="list-style-type: none"> » Creation of licensee model » Attracting & supporting licensees » Marketing, advertising & promotion of products » Website maintenance » Pricing maintenance » Creating alliances with overseas customers » Product sourcing and quality control » Maintenance of patent and IP validity & protection » Disciplined continued development and improvement of product range » Full accountability for sales results of business 	<ul style="list-style-type: none"> » Been involved in the home decorating & building industries for over 30 years during which time he has developed a deep knowledge and wide network of contacts in the industry » Is the primary inventor & designer of the patented (pending and in application) systems and products in Ecobuild's innovative product suite
<p>Herbert Klintworth Executive Director; Company secretary; CEO</p>	<ul style="list-style-type: none"> » Formulating and executing agreed upon strategy of company » Overseeing implementation of infrastructure of business » Devising and managing disciplined adherence to core processes » Managing human, financial and operational resources » Devising and instituting company-wide policies and procedures » Initially: Managing completion of financial and management accounts » Initially: Performance analysis as basis for strategic, tactical and operational decisions » Implementing and managing robust, enabling ERP and other IT systems » Adhering to legal stakeholder reporting & communication requirements » Accountability for overall results of business » Later: Formulating exit strategy 	<ul style="list-style-type: none"> » Over 14 years senior management experience in Europe and Australia for SME companies and/or units of large corporations » MBA graduate of the AGSM in Sydney (exchange at the GSB in Chicago). Primary qualifications: Chartered Accountant and Chartered Management Accountant » Particular strengths are strategy formulation, financial and performance management, business process management, change management and team leadership » Extensive experience in manufacturing, distribution and building materials industries



9. Board of Directors/Key Management (CONT)

Name / Position	Responsibilities	Career Summary
<p>Terry Hillman Non-Executive Director</p>	<ul style="list-style-type: none"> » Part-time assistance in: » Installation of large projects » Advising licensees » Attendance at board meetings and contribution in strategic and tactical decisions » Providing independent assessment into issues faced by licensees 	<ul style="list-style-type: none"> » More than 30 years experience in the building industry spanning London, Bermuda and Australia. » Extensive experience on large scale interior fit-out developments both commercial and residential. » Construction Director of Fit-out Division for Europe’s largest interior fit-out company, ISG plc. » Licensed Carpenter & Joiner.

Ecobuild intend to appoint two key positions to assist in the growth of the company, an experienced “seller to builders” to the Board; and an experienced Operations and Logistics manager to the management team.

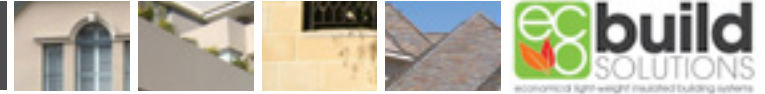


10. Financial Projections

10.1 Summary of Financial Projections

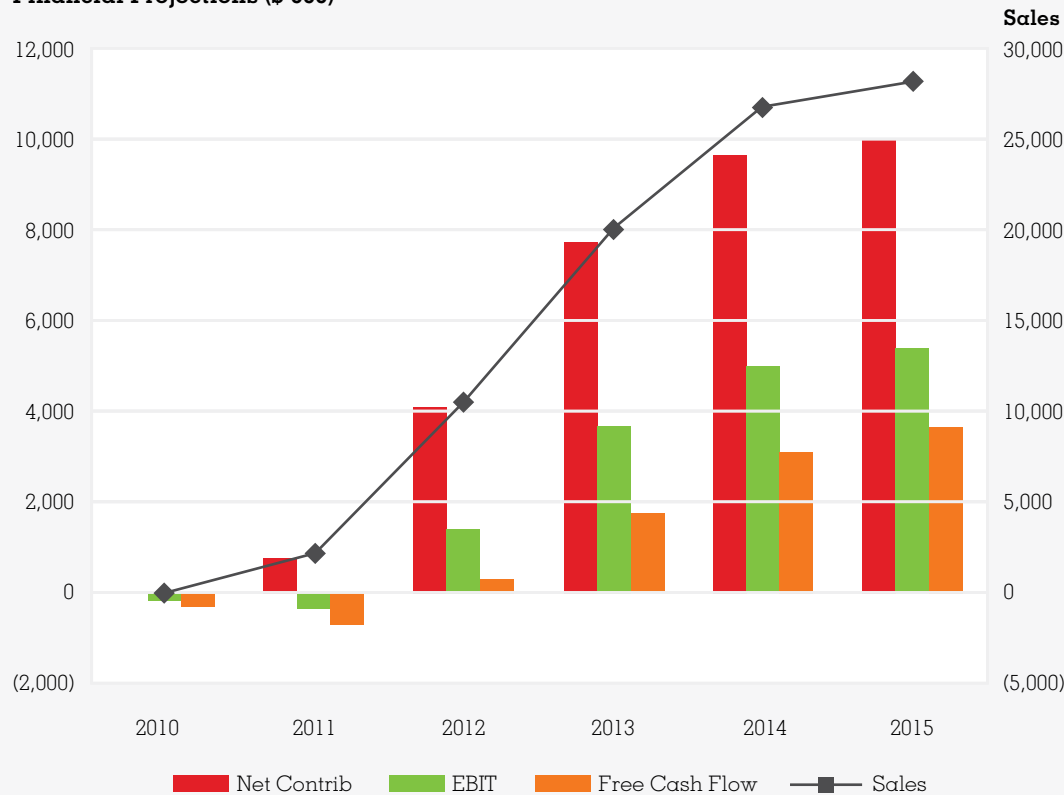
2010	2011	2012	2013
Start-up expenses (EBIT) -\$ 160,000	Earnings before Interest & Tax (EBIT) -\$ 347,000	Earnings before Interest & Tax (EBIT) \$ 1,436,000	Earnings before Interest & Tax (EBIT) \$ 3,680,000

INCOME STATEMENT	2010	2011	2012	2013	2014	2015
Sales	0	2,182	10,565	20,095	26,814	28,257
Net Contribution	0	788	4,098	7,737	9,647	10,034
Net Contribution %	N/A	36%	39%	39%	36%	36%
Marketing & Advertising	30	320	664	1,007	1,052	941
Sales & Warehouse	0	349	883	1,595	1,916	1,968
IT	0	94	294	369	422	438
General Overheads	130	372	822	1,087	1,245	1,295
EBIT	(160)	(347)	1,436	3,680	5,012	5,392
EBIT %	N/A	-16%	14%	18%	19%	19%



10. Financial Projections (CONT)

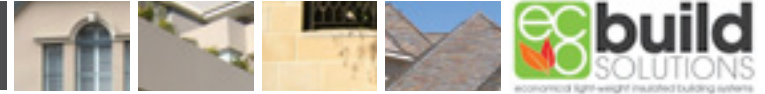
Financial Projections (\$'000)



10.2 Comments

The following applies regarding the above projections:

- » For the first 3 to 6 months, Ecobuild will concentrate on establishing necessary infrastructure and the prerequisites for executing the licensee model.
- » For the balance of 2011, Ecobuild will then focus on bedding down the accurate execution of its core processes and initiating the growth of a licensee pool in Sydney.
- » Thereafter, with the business infrastructure in place and core processes being executed accurately and with discipline, Ecobuild will focus on growing the business more rapidly through the attraction of more licensees in regional areas and capital cities beyond Sydney. It is envisaged that by the end of 2013, Ecobuild will have in the region of 30 to 35 licensees.
- » Finally, given that Ecobuild has already had several approaches for possible alliances from overseas, Ecobuild will seek to initiate overseas license agreements in calendar 2012.
- » At all times, Ecobuild will seek to be "operationally excellent" through the use of enabling technology



10. Financial Projections (CONT)

and automation. Accordingly, as Ecobuild attains a critical mass of sales, the marginal return on sales will be very attractive due to having a low overhead base. This will augur well for the profitability of Ecobuild in the years beyond 2013 (ie: 2014 EBIT forecast is above \$5mil).

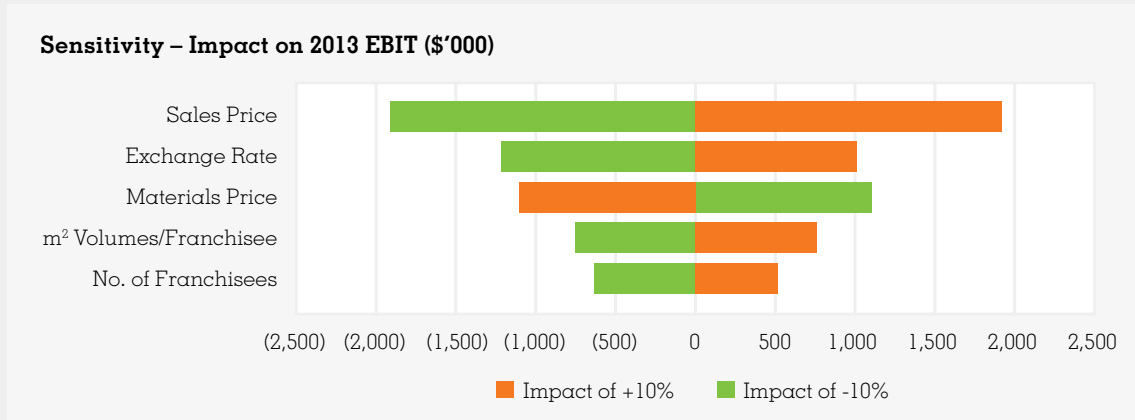
- » Note that Ecobuild also completed financial projections for its licensees. These reflect an anticipated income to the licensee of in the range of \$150,000 to \$200,000 per year.

10.3 Sensitivity Analysis

The board of directors of Ecobuild have conducted an analysis whereby they considered the financial impact of a 10% increase and 10% decrease of the following criteria:

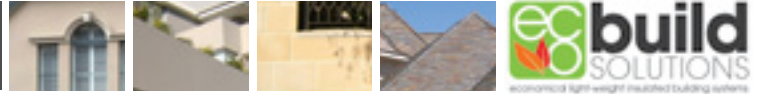
- » Sales Price
- » Materials Price
- » Exchange Rate
- » Volumes sold per Licensee
- » No. of Licensees

The following Tornado charts reflect the impact of the above on the 2013 EBIT and Funding required:



The conclusions from the above are:

- » Unsurprisingly, the sales price has the greatest impact for the same relative change. Thus, as already discussed above, it is of paramount importance that this be closely controlled.
- » Due to the fact that most materials are imported from China, the potential exchange rate impact is very significant. Accordingly, Ecobuild will need to develop a thorough forex hedging regime.
- » Volumes impact is not as significant as sales price. Thus, whilst Ecobuild should strive to generate as high volumes as possible, this should not be at an inordinate price reduction.
- » The number of licensees' impact is relatively small. This is partially because many of the general overheads have been assumed to increase on a stepped basis to the number of licensees. In reality, the upside of more licensees may be more positive than reflected in our model.

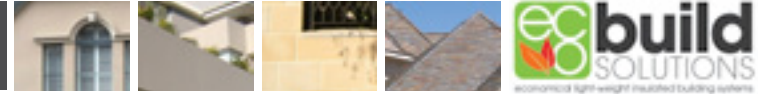


10. Financial Projections (CON'T)

10.4 Assumptions applied in financial projections

The financial projections (for both Ecobuild and its licensees) provided above have been based upon the following assumptions:

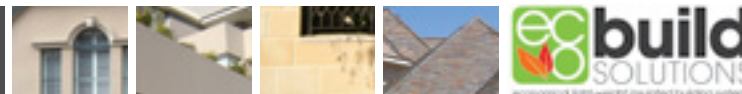
- » The inflation rate will equate to 3% per annum
- » The AUD / USD exchange rate amounts to \$0.90
- » Sales are predominantly generated through the Licensee network. Sales outside of licensees are assumed to equate to two licensees throughout the model period
- » Overseas / Export sales are assumed to commence in Jul 2012 and each country's sales are assumed to equate to one licensee; It is assumed that Ecobuild will sell to 3 overseas countries
- » Ecobuild will sign on 3 new licensees every quarter (ie: circa 12 per year) from Jul 2011 until Jun 2014 - thereafter, no new Licensees are included in the forecast
- » Each Licensee will purchase on average circa \$0.6m of goods from Ecobuild, have 2 to 3 subcontracting installers working 200 days per year each and install slightly less than 15,000m² of product per year
- » Margin % will remain constant over the duration of the 2011 to 2013 period. Thereafter, there will be a slight deterioration of margins as competitors commence competing directly with Ecobuild.
- » Factory workers will produce on average 20m² of Ecoslate and Unreal Stone/InsulBlock per person per day
- » There will eventually be 4 factories with warehouse facilities in Sydney, Brisbane, Melbourne and Perth
- » Overheads and sales/support headcount will increase on a stepped basis relative to the number of Licensees
- » Working Capital days on hand: Debtors 17 (partial debtor financing is assumed); Inventory 35; Creditors trending up to 20 days



11. Key Success Factors

The key factors to Ecobuild attaining their goals are:

- » **Superior products & solutions** – Products and associated building solutions must have and must be seen to have superior attributes as well as attractive pricing vs the competition. Ecobuild will aim to keep their product range at a superior quality whilst being well priced relative to the competition.
- » **Effective pricing** – i.e.
 - Ensure competitive pricing to tap into market but also to generate enough margin to be profitable.
 - Ensure pricing regime is simple, transparent, uniform (per given level of volume) across channels and well communicated to prevent customer angst and unnecessary internal bureaucracy.
- » **Licensee Network** – Ecobuild must strive to efficiently build its licensee numbers in order to achieve its growth projections.
- » **Brand building** – Ecobuild must implement effective trade and consumer marketing programs to ensure widespread awareness and appeal of the Ecobuild range.
- » **Operational excellence** – i.e. Ecobuild will support customers with the disciplined adherence to well defined sales, sourcing, production and distribution processes. Ensure customers trust the business to meet its obligations IFOTIS (In Full, On Time, In Spec).
- » **Controlled growth** – In order to prevent being overwhelmed by unbridled demand and by large cash outflows, grow on the basis of :
 - “Act and Learn” – Grow in small instalments, learn from each instalment and then adapt and continue to grow accordingly.
 - “Squeeze the one dollar coin” – Cash is king; Make every dollar invested count.
- » **Controlled cash flow** – Control lead times, working capital levels and payment terms (with suppliers and customers alike) so that controlled growth is not associated with a large cash outflow.
- » **Monitor performance** – Have clear financial and productivity goals; Monitor performance against these goals and take decisive action if goals in any area are not being met.



12. Directors' Declaration

The Directors of Ecobuild Solutions Limited have made reasonable enquiries to ensure that there is no material statement in this Offer Document which is false or misleading. They have also made reasonable enquiries to ensure that there is no material omission from the Offer Document.

The Directors report that, as of the date of signing, after due enquiry by them, they have not become aware of any circumstances that in their opinion materially affects or will materially affect the assets and liabilities, financial position, profits and losses or prospects of Ecobuild Solutions Limited other than those set out in the Offer Document.

The issue of this Offer Document was authorised by a resolution of the Directors.

13. Disclaimer

The Issuer has supplied the content (text, pictorials, diagrams and photographs) contained in this Offer Document. Australian Small Scale Offerings Board Limited ACN 109 469 383 and its related subsidiaries present the Offer Document on its website in good faith believing the content to be true, but makes no representations as to its accuracy. Prospective investors are urged to make further enquiry about this

investment, as well as seek appropriate professional advice before investing.

14. Corporate Governance/ Continuous Disclosure

The Company intends to adopt sound practices of corporate governance. A process of continuous disclosure has been adopted relevant to keeping Directors, management, Shareholders and potential investors informed. In all the Company does, it is cognisant of subsequent requirements for due diligence in the event of a future merger, trade sale, takeover or listing.

Investors in Ecobuild Solutions Limited are invited to undertake their own due diligence of the Company, its management and the Company's products or services, subject to signing a Confidentiality Agreement. Enquiries should be made to the Company directly.

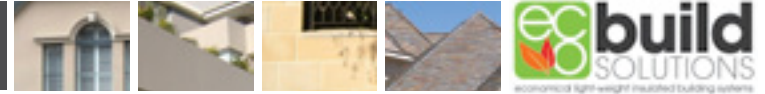
15. Financial Reporting To Shareholders

Ecobuild Solutions Limited will ensure that in accordance with its duties under the Act, quarterly financial information will be made readily available to the Board and its Shareholders. 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). The Company's quarterly report will also be made available on the Company's 'Issuer Page' of the ASSOB website at www.assob.com.au/ebs.

16. Company Incorporation

On the 5 May 2010, the Company was registered with the Australian Securities and Investments Commission (ASIC) as an unlisted public company.



17. Purpose Of Capital Raising

The Company is seeking to raise an amount of \$1,000,003 through an issue of Ordinary Shares for the principal purpose of establishing a national reseller network. The capital raising is being undertaken through this Offer Document in accordance with the capital raising provisions pursuant to section 708 of the Act.

When all of the Shares on offer are taken up, the \$1,000,003 would represent an equity stake in the Company of approximately 25%.

18. Minimum Subscription Requirement

No Shares will be issued pursuant to this Offer Document until Minimum Subscription has been reached. The minimum amount sufficient to commence the implementation of the immediate business planning objectives of the Company pursuant to this Small Scale Offering is \$250,000 which will enable the company to complete product accreditation, fit out showroom, upgrade factory facilities, development of the Licensee Network and commence Licensee and end-user marketing activities.

Once Minimum Subscription has been reached, Shares allotted pursuant to this Offer Document will

be issued and monies held in Trust will be allocated and released for the benefit of the Company. It will take up to ten (10) business days to process Share Application Forms ("Applications") and Application Monies through the Trust Account and thereafter the Company will issue certificates to Shareholders which set out the number of Shares issued to each Shareholder pursuant to this Offer Document.

In the event the Minimum Subscription amount is not met within four (4) months of the Opening Date, then any monies so far subscribed will be refunded to Investors in full and without interest and this offer will be withdrawn from the Board, pending further action from the Company.

19. The Offer

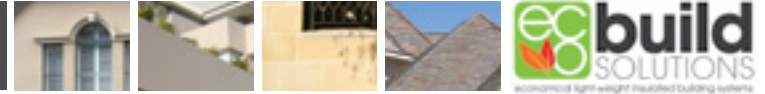
Under this offer the Company will issue 24,583,420 (Twenty Four Million Five Hundred and Eighty Three Thousand Four Hundred and Twenty) shares at an issue price of \$0.03 cents in Round 1, \$0.04 cents in Round 2 and \$0.05 cents in Round 3 for a contribution of \$1,000,003 should the offer be fully subscribed. Investors participating in this offer will collectively receive on a fully diluted basis, 25% of the total shares on issue at the conclusion of the offer.

However, before making any investment, investors are advised to take their own independent accounting,

taxation, legal and any other advice they or their circumstances may require in considering an investment in Ecobuild Solutions Limited. No person mentioned in this Offer Document will offer, or may be construed as offering advice to any potential investor in Ecobuild Solutions Limited.

Any further capital raising will be wholly contingent upon the Company's Round 1, Round 2 and Round 3 capital raising being fully subscribed. The Company may elect, at its sole discretion, to offer Securities for Round 3 to remaining concessions covered by s708(1) of the Act or to any sophisticated, professional or other excluded investors pursuant to section 708 of the Act. Any such Offer may be made through a Supplementary Offer Document or an Investment Memorandum. Should there not be any sophisticated, professional investors or remaining concessions, an additional Round/s may be made under full disclosure.

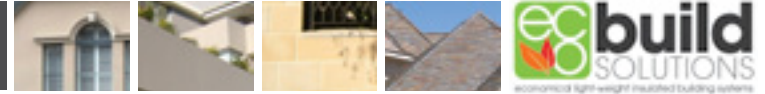
Please note that at any stage of the capital raising process, the pricing of the securities provides investors with a guide only and the price paid for securities will always be a matter for negotiation between the parties. The Company makes no representation about the underlying value of securities on offer. Prospective investors must make their own assessment about whether the price of the securities on offer represents fair value.



20. Use Of Proceeds

The following is a summary of the proposed use of funds. The amounts in the table may be subject to variation.

Round 1 Funding	Completion of product accreditations re durability, fire-rating, cyclone-rating, green credentials, etc – In addition, completion of all requisite product documentation.	35,000
	Fit-out of Showroom and upgrade of offices	25,000
	Upgrade of Factory in order to improve productivity as well as OH&S credentials	15,000
	Creation of Licensee Network model – likely extend beyond July 2010	30,000
	Travel to overseas suppliers to shore up sourcing agreements and terms	8,000
	Creation and commencement of marketing and advertising plan	10,000
	IT – Upgrade of ERP & management systems and roll-out of website quoting, ordering and statistical system	35,000
	Investment in international patent applications	76,000
	Cost of Raising Funds	16,000
Total	250,000	
Round 2 Funding	Manufacturing personnel & overhead costs	50,000
	Marketing & Advertising costs	89,000
	Sales personnel and overheads	68,000
	IT, Admin & General personnel and overheads	87,000
	Working capital	22,000
	Fixed asset acquisitions and patent updates	18,000
	Less: Contribution generated by sales	(101,000)
	Cost of Raising Funds	17,000
Total	250,000	



20. Use Of Proceeds (CON'T)

Round 3 Funding	Manufacturing personnel & overhead costs	277,000
	Marketing & Advertising costs	235,000
	Sales personnel and overheads	284,000
	IT, Admin & General personnel and overheads	377,000
	Working capital	320,000
	Fixed asset acquisitions and patent updates	8,000
	Less: Contribution generated by sales	(1,038,000)
	Cost of Raising Funds	37,000
	Total	500,000
Total Funding All Rounds		1,000,000



21. How To Apply For Shares

An Application to subscribe for Shares pursuant to this Offer may not legally be included in this Offer Document and any interested investors are to request an Application from the person whose name and contact details appear at the end of this Offer Document at Section 38.

The Offer made pursuant to this Offer Document is made only to the addressee of the Offer and only the addressee may complete the Application and subscribe for the Shares offered pursuant to this Offer. To that extent, neither the Offer Document nor the Application may be handed to any member of the public.

Applications should be for an average minimum parcel of 833,340 shares or \$25,000 in Round 1, 625,000 shares or \$25,000 for Round 2 and 500,000 shares or \$25,000 in Round 3, which may be negotiated between the Applicant and the Company. A completed Application must be accompanied by a single payment in the full amount as per instructions on the Application form.

For Overseas Investors, a completed Application must be accompanied by a telegraphic transfer (TT) receipt or electronic funds transfer (EFT) receipt, made payable to the Trust Account nominated on

the Application. All funds sent from overseas, when converted to Australian dollars, must be the same Australian dollar amount inserted in the Application – clear of bank fees. Funds must arrive as a single deposit for the full amount with the three letter ASSOB Code reference, plus the investor name and date of transfer.

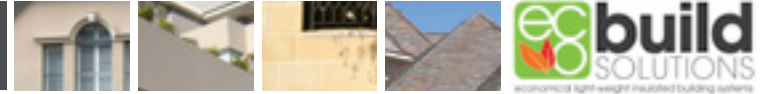
Application Monies for Shares offered pursuant to this Offer Document will be held in trust until allotment of those shares (subject to reaching the prescribed Minimum Subscription requirement).

For sophisticated investors who, pursuant to s708(8) (c) of the Act, are able to provide a certificate from a qualified accountant and for other excluded investors under s708 of the Act, the subscription amount is limited by the total number of Shares to be raised through this Offer Document.

The Directors reserve the right to accept any Application in full, accept any lesser number of Shares, or decline any Application. Applicants must not assume that the Shares they apply for, or any number of Shares, will be issued to them in response to their Application and before dealing in any Shares, Applicants must satisfy themselves as to their actual holding of Shares.

In the event any Application is rejected, in whole or in part, the relevant Application Monies will be refunded to the investor in full without interest. Where the number of Shares issued is less than the number applied for by the Applicant, the surplus Application Monies will be refunded by cheque within thirty (30) days after the Closing Date. Where no Shares are issued, Application Monies will be refunded to the investor in full by cheque within thirty (30) days of the Closing Date.

The Company will issue certificates to Shareholders once Minimum Subscription has been reached and Shares have been allotted, which sets out the number of Shares allocated to each Shareholder pursuant to this Small Scale Offering. Should there be any change to an Applicant's holdings, a new certificate will be provided upon delivery to the Company of the original certificate for cancellation.



22. Opening and Closing Dates

The Opening Date of this Small Scale Offering is 3 September 2010 at 9am ESDT and the Closing Date will be 2 September 2011 at 5pm ESDT, unless fully subscribed earlier. The above date is indicative and subject to change. Ecobuild Solutions Limited reserves the right to change the dates and times of the Offer without notice, whether fully subscribed or not. Ecobuild Solutions Limited also reserves the right to extend the closing date for Applications without prior notice. Prospective investors are encouraged to submit an Application for Shares as early as possible.

23. Average Investment Per Investor

The average investment per investor is \$25,000 in Round 1 and \$25,000 in Round 2 and the average parcel of shares available per investor is 833,340 Ordinary Shares at \$0.03 cents in Round 1 at \$25,000 per investor and 625,000 Ordinary Shares at \$0.04 cents in Round 2 for \$25,000 per investor, which may be negotiated between the Company and the Applicant.

24. Limited Liability

In accordance with the Act, the liability of shareholders is limited to the fully paid value of the shares held. If partly paid shares are held and a call is made, the holder is liable to pay the call. An investor taking up shares in a company knows from the outset the extent of their individual liability and should seek appropriate professional advice to determine in the investment is suitable.

Ecobuild Solutions Limited does not intend to issue any partly paid Shares.

25. Ownership Structure

The Directors, present owners and existing shareholders have invested considerable money, time and effort in research, development, intellectual property, contracts, processes and systems of the business to achieve this stage of the Company's development. For this contribution they will retain 75% of Ecobuild Solutions Limited from the outset.

26. Dividend Policy

The initial objective of Ecobuild Solutions Limited is to obtain sufficient working capital to enable it to fully develop its strategic business plan. The ability of Ecobuild Solutions Limited to pay and the amount of any dividend in the future is dependent on many factors, including its future capital and research and development requirements and the financial position generally of Ecobuild Solutions Limited at the time. Many of the factors that affect the ability of the Company and the timing of those dividends will be outside the control of Ecobuild Solutions Limited and its Directors. The Directors cannot give any assurance regarding payment of dividends in the future.



27. Exit Strategy – Am I Able To Sell My Shares?

Generally, an unlisted public company's shares can be traded through the company's share register (subject to any pre-emptive rights agreement or escrow restriction agreement). A shareholder may transfer by proper transfer or by an instrument in writing in any form authorised by the Act or in any other form that the directors may approve. The directors may only decline to register any transfer in circumstances where the transfer is not in a registrable form or where the Act provides or would require that the registration be refused. All share transfers and documentation relating to the transfer of shares must be documented in the company's share register and lodged at the company's registered office.

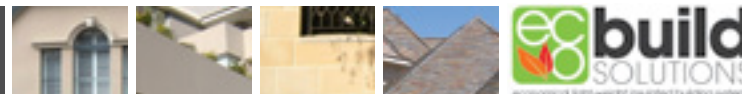
The Shares in Ecobuild Solutions Limited are freely transferable in accordance with the provisions of the Constitution and the Act. However, as Ecobuild Solutions Limited will not be listed on a stock exchange it is unlikely that there will be an immediate market for the Shares. To that extent, the market for ordinary shares must be considered to be illiquid and likely to remain illiquid until such time, if at all, the Company lists on a stock exchange or is taken over by a company listed on a stock exchange.

28. Escrow Provision

The original founding shareholders have entered into a voluntary restriction agreement with Ecobuild Solutions Limited whereby the existing nominated shareholders agree that they will not transfer, sell or otherwise dispose of any more than 10% of each founder's shareholding for a period of twelve (12) months from the date on which the Company obtains any new investors onto its share register resulting from this Offer. A copy of the Voluntary Escrow Restriction Agreement is available to any interested party upon request to the Company.

29. Creation and Issue of Further Shares

The issue of Shares is under the control of the Directors of Ecobuild Solutions Limited. Subject to restrictions on the allotment of Securities to Directors or their associates contained in the Act, the Directors may allot or dispose of other Shares on such terms and conditions as they see fit. To obtain a definitive assessment of rights and liabilities which attach to this Offer, Shareholders should obtain a copy of the Company's Constitution and seek their own independent legal and accounting advice.



30. Other Company Information

30.1 Employee Share Ownership Participation Scheme

The Company wishes to disclose that in the future, it may establish an Employee Share Option Plan (ESOP) in order to attract and retain key personnel. The scheme will be subject to the obligations set out in the Act.

30.2 Patents, Trademarks, Intellectual Property

- » Patents (pending and in application):
 - “A Roof Panel” – Ecoslate system: Application Number: PCT/AU2009/000778. International protocol bought for 18 months
 - “A Support Bracket” – Wall cladding “track & rail” system: Application Number: PCT/AU2009/001526. International protocol bought for 18 months
- » Design (pending and in application)
 - “An Extrusion” – Rail for cladding: Application Number 15391/2008. Australia only.
- » Trademarks
 - Australia Trademarks Granted.
 - Ecoslate
 - Unreal Stone

- InsulBlock
- Australia Trademarks (pending and in application)
 - Enviroslate
 - InsuWall
 - InsulFloor
 - ArchiMould
 - Easy Fence

30.3 Material Contracts

Constitution – the Constitution limits the liability of the Company’s Shareholders. It also contains the internal rules of the Company and defines matters such as the rights, duties and powers of directors and shareholders. In subscribing for Shares you will be bound by the Constitution of Ecobuild Solutions Limited, a copy of which will be provided (free of charge) to any interested party upon request to the Company.

30.4 Website

The Company has set up a web site at www.ecobuildsolutions.com.au for the marketing and promotion of its products or services and is continually adding to and updating the sites as the business develops.

30.5 Litigation

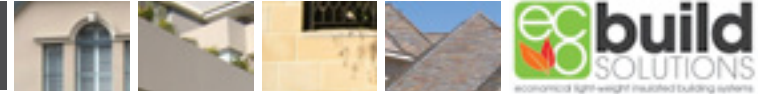
The Company is not engaged in any litigation.

30.6 Risk factors

Due to the nature of the Company’s products or services and the early state of its development, the Directors believe that investment in the Company is extremely high risk and speculative. Many of the risks are outside the Company’s control but it will consider and implement risk reduction strategies where possible.

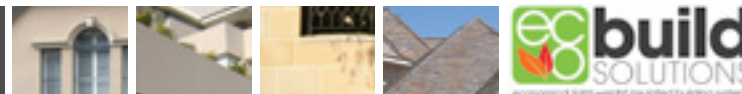
Management will develop and implement workplace specific and enterprise-wide risk management strategies in association with appropriate consultants. These strategies will address all areas of the company’s operations including production processes, hazards, finance, workplace, customers, staff, stakeholders, economic, etc.

Some of the general risks the Company faces include managerial and human resource problems, unexpected litigation and general economic fluctuations. Prospective investors should consider whether unlisted shares are an appropriate investment and, if in any doubt, should contact their accountant, financial planner, solicitor or other professional advisor.



31. Risk Analysis

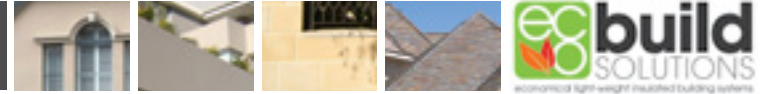
RISK	MITIGATION
Market may not accept Ecobuild new products and systems	<ul style="list-style-type: none"> » Ecobuild products have superior attributes » Ecobuild products have highly competitive pricing » Only seeking circa 1% of the market » Initial responses to product range have been positive
Ecobuild may not find adequate Licensees to sell its product	<ul style="list-style-type: none"> » There around 75000 builders and carpenters in Australia – Thus, there is no shortage of potential candidates » An Ecobuild license will render the builders / carpenters the opportunity to add “saleable value” to their businesses » As above, Ecobuild products have superior attributes
Some licensees may not attain annual purchases of \$600k from Ecobuild and/or service their customers poorly	<ul style="list-style-type: none"> » The Ecobuild license will specifically grant Ecobuild the right to cancel any license where the licensees are not meeting their obligations to Ecobuild in terms of level of purchases, requisite service to their customers and enhancing the Ecobuild brands
Ecobuild may not service the licensees properly	<ul style="list-style-type: none"> » Ecobuild intends to set up internal policies and procedures and KPI measures with the view of providing an excellent service to its licensees » Personnel and company performance will be judged on licensee feedback
Cash Flow: Ecobuild may not be able to secure better payment terms with Chinese suppliers	<ul style="list-style-type: none"> » We are in the process of securing a Chinese purchasing agent to act on our behalf » There are several suppliers in China of the materials that Ecobuild will source » Suppliers have only had low volumes to date – As Ecobuild’ volumes increase, there would be more incentive for the Chinese suppliers to improve their payment terms to secure Ecobuild’s business



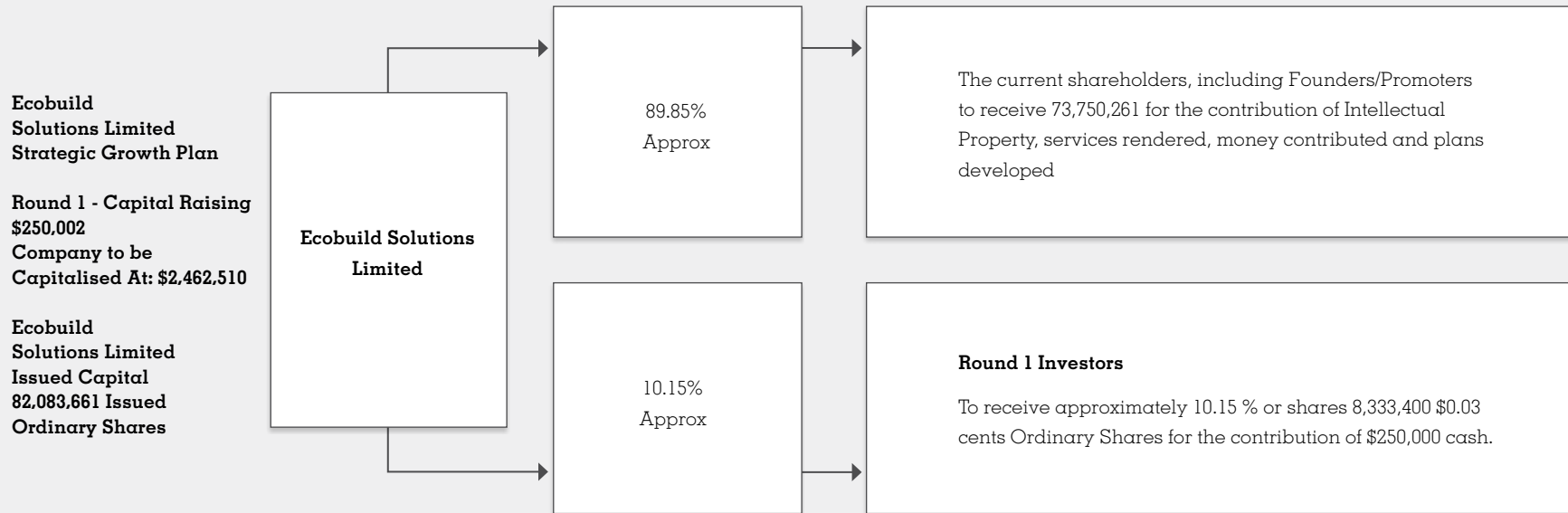
31. Risk Analysis (CONT)

RISK	MITIGATION
Due to most materials being imported from China, Ecobuild may suffer losses due to AUD / USD exchange rate fluctuations	<ul style="list-style-type: none"> » Forex cover will be obtained on forecast 6 month rolling basis » As overseas sales are generated, a natural hedge will be created which should reduce the risk exposure
Competitors may duplicate Ecobuild products	<ul style="list-style-type: none"> » Ecobuild has applied for patents governing the installation of Ecoslate roofing and the wall cladding products. Thus, the systems cannot simply be replicated » The market is large and Ecobuild will only strive to gain circa 1% - Thus, it seems unlikely Ecobuild will be a significant target for replication » Ecobuild will strive to continue innovating and improving its product. This should assist in keeping Ecobuild "ahead of the pack" » Ecobuild should enjoy "first mover advantage" and be able to build trusted, recognisable brands which followers should find difficult to mimic
The founder and developer of Ecobuild' systems and product range, Trevor Proctor, may leave the business	<ul style="list-style-type: none"> » The systems and products are relatively simple such that others within Ecobuild would be able to explain, source, manufacture, sell and distribute them. » Ecobuild intends to take out key man insurance » Trevor is in the process of completing all necessary technical specifications
Sales pricing and consequent margins as reflected in the financial projections may not be attained	<ul style="list-style-type: none"> » Ecobuild intends to set up internal policies and procedures and KPI measures with the view of ensuring the required margins are attained. » Sales management and staff will be incentivized on the basis of generating the required margins

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 highly 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 Ecobuild Solutions Limited.



32. Round 1 – Strategic Growth Plan (SGP)



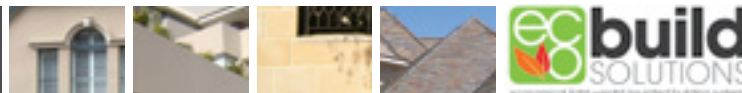
Share Pricing – Round 1

Ordinary Shares on Offer:	8,333,400
Pricing:	\$0.03
Price to Investors:	\$0.03
Total Proceeds to the Company	\$250,000

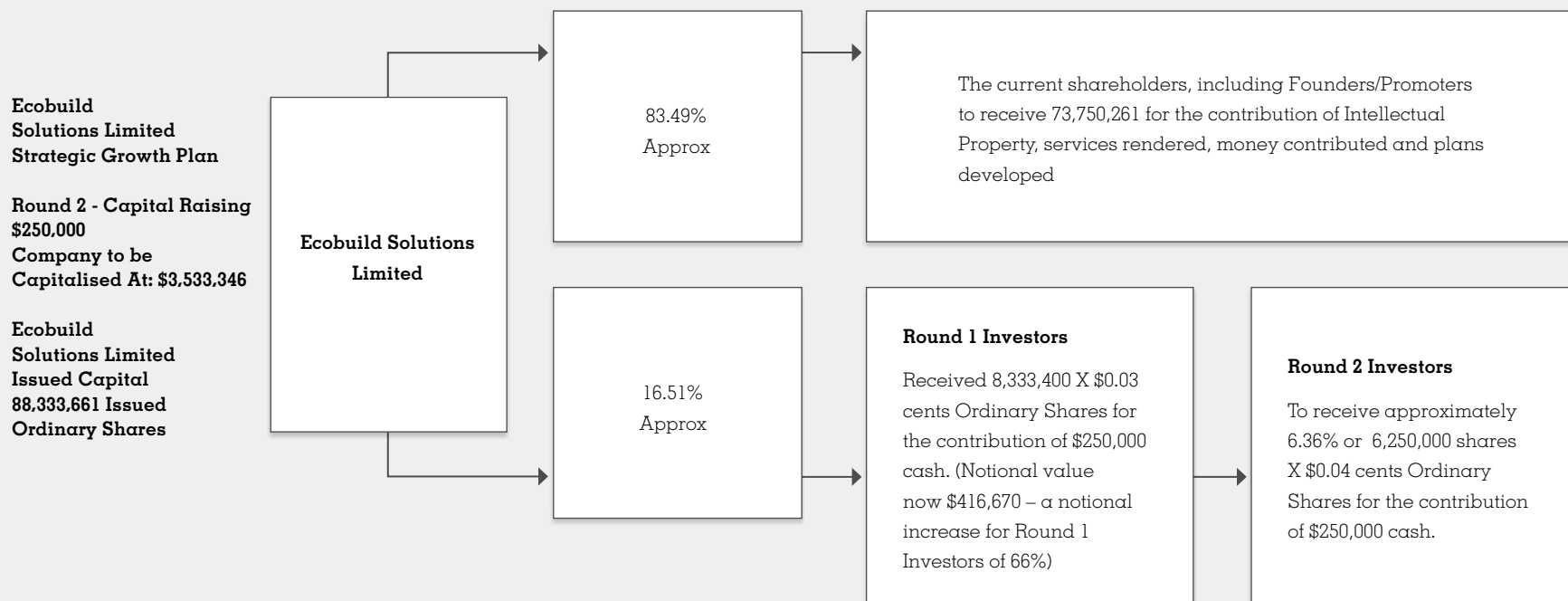
Investor Notes:

The stated capitalised value should not be construed as being a valuation of the Company. This figure is solely obtained by multiplying the quantity of Shares on issue by the current Offer price of this Round, i.e. Total Amount of Issued Capital x Share Price.

In any Round of capital raising being undertaken, the pricing of the Securities provides investors with a guide only and the price paid for Securities will always be a matter for negotiation between the parties. The Company makes no representation about the underlying value of Securities on offer. Prospective investors must make their own assessment about whether the price of the securities being offered represents fair value.



33. Round 2 – Strategic Growth Plan (SGP)



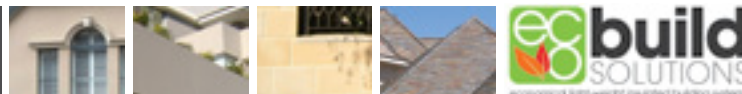
Share Pricing – Round 2

Ordinary Shares on Offer:	6,250,000
Pricing:	\$0.04
Price to Investors:	\$0.04
Total Proceeds to the Company	\$250,000

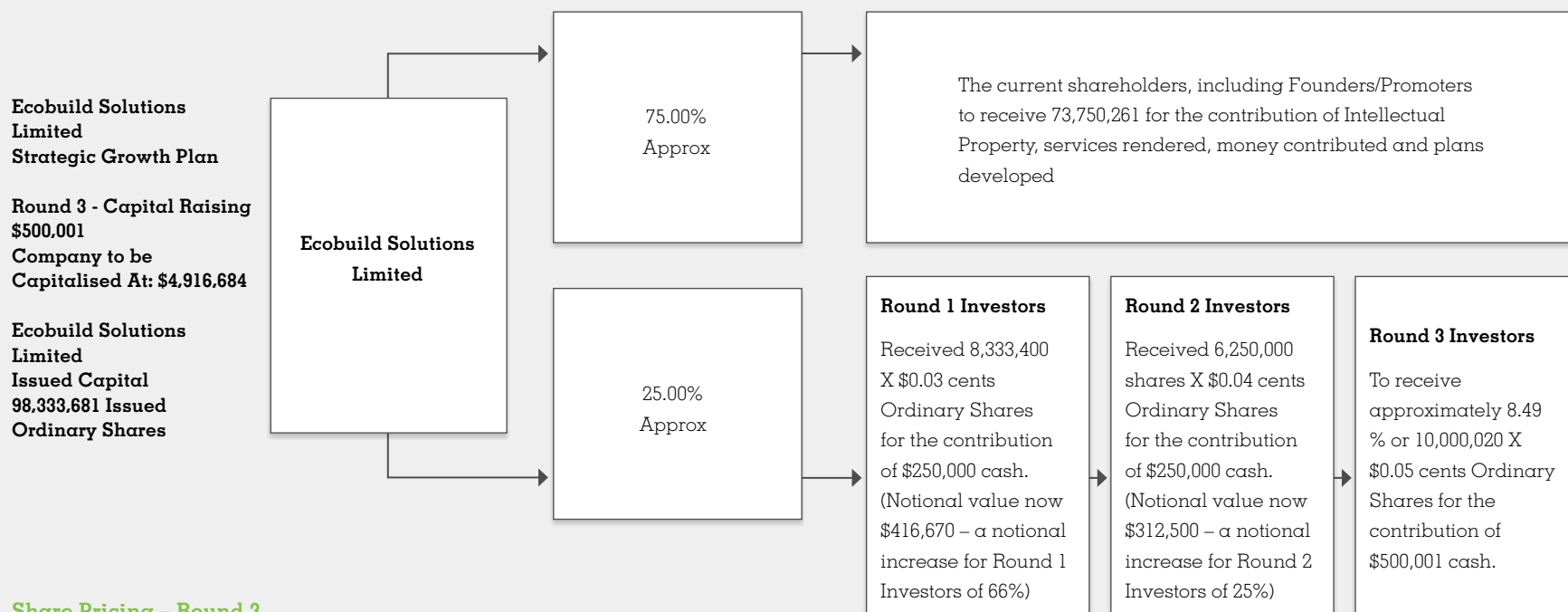
Investor Notes:

The stated capitalised value should not be construed as being a valuation of the Company. This figure is solely obtained by multiplying the quantity of Shares on issue by the current Offer price of this Round, i.e. Total Amount of Issued Capital x Share Price.

In any Round of capital raising being undertaken, the pricing of the Securities provides investors with a guide only and the price paid for Securities will always be a matter for negotiation between the parties. The Company makes no representation about the underlying value of Securities on offer. Prospective investors must make their own assessment about whether the price of the securities being offered represents fair value.



34. Round 3 – Strategic Growth Plan (SGP)



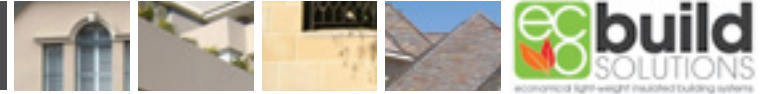
Share Pricing – Round 3

Ordinary Shares on Offer:	10,000,020
Pricing:	\$0.05
Price to Investors:	\$0.05
Total Proceeds to the Company	\$500,001

Investor Notes:

The stated capitalised value should not be construed as being a valuation of the Company. This figure is solely obtained by multiplying the quantity of Shares on issue by the current Offer price of this Round, i.e. Total Amount of Issued Capital x Share Price.

In any Round of capital raising being undertaken, the pricing of the Securities provides investors with a guide only and the price paid for Securities will always be a matter for negotiation between the parties. The Company makes no representation about the underlying value of Securities on offer. Prospective investors must make their own assessment about whether the price of the securities being offered represents fair value.

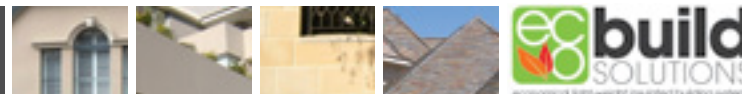


35. Cooling Off Period

Please note that if an investor enters into a contract to purchase shares from the Company within five (5) business days from attending an Investor Meeting, the investor can cancel (i.e. void) the contract without penalty or forfeiture. In the event the investor exercises this right, written notice must be provided to the Company within ten (10) business days from the date of the Meeting.

36. Legal Jurisdiction

This Offer Document does not constitute an Offer of Securities in any jurisdiction where, or to any person to whom, it would not be lawful to issue the Offer Document or make the Offer. It is the responsibility of any Applicant outside Australia to ensure compliance with any laws relevant to their Application. Any such Applicant should consult professional advisers as to whether any government or other consents are required or whether any formalities need to be observed to enable them to apply for and be allotted any Securities. No action has been taken to register or qualify the Securities or the Offer or to otherwise permit a public Offering of the Securities on offer in any jurisdiction outside Australia.



37. 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 for Shares in accordance with this Offer Document

APPLICATION means a valid application to subscribe for Shares offered under this Offer Document

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

ASIC means Australian Securities & Investment Commission

AUSTRALIAN SMALL SCALE OFFERINGS BOARD means the Internet-based bulletin board for small scale offerings operated by Australian Small Scale Offerings Board Limited (ABN: 109 469 383) at www.assob.com.au

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

CAPITALISED VALUE means the quantity of shares on issue by the current offer price of the round

CLOSING DATE means twelve months from the Opening Date of the Offer Document

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 as modified or varied by a Supplementary or Replacement Offer Document made by the Company

ISSUER PAGE means the Company's profile page as displayed on the ASSOB website

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

MINIMUM INVESTMENT means the average minimum parcel of shares available to an investor pursuant to this Offer Document

MINIMUM SUBSCRIPTION means the minimum amount sufficient to commence the implementation of the immediate business objectives of the Company as described in this Offer Document

NEW ISSUE means Shares to be newly issued pursuant to this Offer Document

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

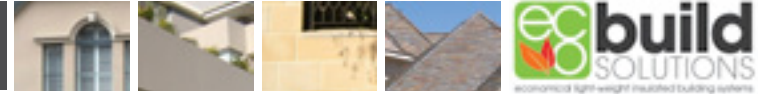
ORDINARY SHARES means ordinary fully paid shares in the capital of the Company

OVERSEAS INVESTOR is an investor that is domiciled overseas

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

SECONDARY SALE OFFER means a transfer of securities by individual Shareholders in the Company

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



38. Sponsor

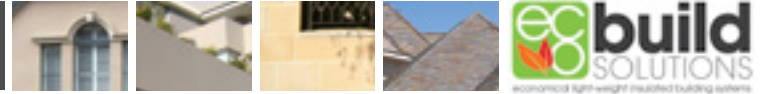
If after reading this publication you wish to undertake further investigations or receive an Application to subscribe to the Offer, please contact:



Tony Pittorino

Facsimile: 02 9705 0506 Mobile: 0439 039 001

Email: tony@nexttrack.com.au



39. Directors' Declaration

The Directors of Ecobuild Solutions Limited have made reasonable enquiries to ensure that there is no material statement in this Offer Document which is false or misleading. They have also made reasonable enquiries to ensure that there is no material omission from the Offer Document.

The Directors report that, as of the date of signing, after due enquiry by them, they have not become aware of any circumstances that in their opinion materially affects or will materially affect the assets and liabilities, financial position, profits and losses or prospects of Ecobuild Solutions Limited other than those set out in the Offer Document.

The issue of this Offer Document was authorised by a resolution of the Directors.