ARDEN Forever Home of the Shinboners A BLUEPRINT FOR OUR FUTURE

We have a vision – to enshrine ourselves at Arden Street forever by positioning ourselves at the heart of a new commercial and residential suburb. The redevelopment of our headquarters into a state-of-the-art high performance and game-day venue is the first important step in making this vision a reality.

The impact will be immediate and profound.

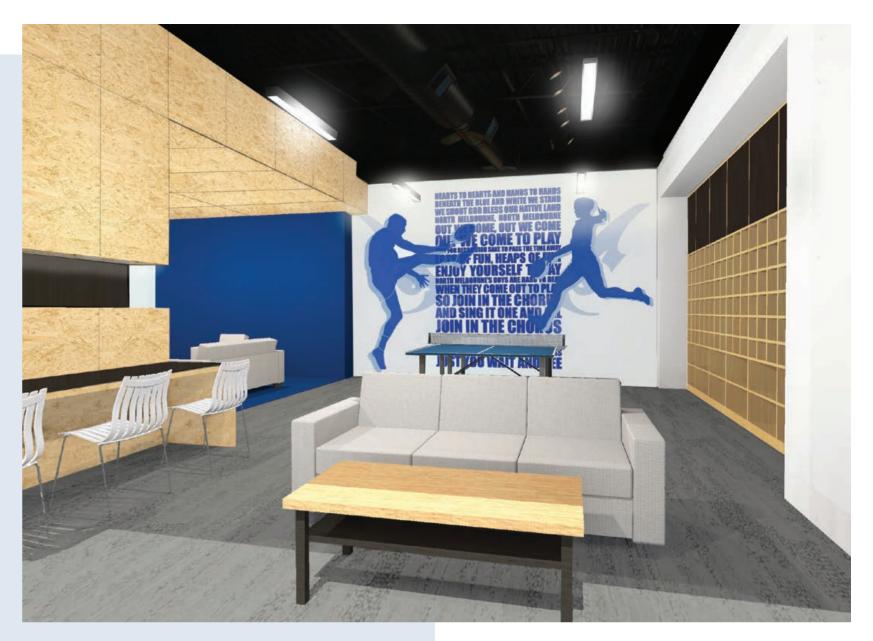
Next year sees the coming together of our four teams and we will witness the return of game-day football to Arden Street.

Our dream is to deliver this project through stakeholder funding, and a major philanthropic campaign to support the club's contribution. This will allow us to continue to devote its current resources to ongoing operations.

Our plan is to raise \$2M to \$2.5M from our amazing North Melbourne community. This is the first stage in a long-term vision, and we cannot achieve this without your support.

- CARL DILENA

Managing Director & CEO





KEY BENEFITS

BENEFIT 1

ARDEN STREET FACILITY REDEVELOPMENT PROJECT

- Caters for the expansion to four teams
- New high performance and support facilities
- Arena upgrades to provide game-day and training facilities
- Bringing game-day football back to Arden Street

BENEFIT 2

ARDEN PRECINCT & NORTH'S VISION

- New underground train station across the road
- Addition of 40,000 new residents and 35,000 new jobs to the area
- Future vision for club footprint to expand to include a number of exciting opportunities

BENEFIT 3

CREATING IMPACT

- Winning games leading edge facilities and environment to drive on-field success
- Attracting elite talent/free agents
- Sustainability and the ability to invest in non-core revenue opportunities to future proof the club through a stronger balance sheet and on-going revenue
- An even greater positive role in our community
- Grow and enhance engagement with our member and fan base

BENEFIT 4

FEMALE ENGAGEMENT

- Addressing existing inequalities in female facilities
- Caters for our AFLW and VFLW teams with a state-of-the-art facility for game-day and training
- · Supports and enhances the growth in female football
- Integrated approach that fosters inclusiveness and diversity

1. ARDEN STREET FACILITY REDEVELOPMENT PROJECT

KEY OUTCOMES

- Preparation and Support New high performance and support facilities for our four teams; including upgraded oval lighting for training
- Arena Upgrade providing all the necessary game-day facilities, so our VFL, AFLW and VFLW teams can play at Arden Street, including game-day coaches boxes, stats boxes and media facilities
- Current Players and Areas Amenity areas will be upgraded for use by all four teams, including meal areas, lockers and welfare/social lounge

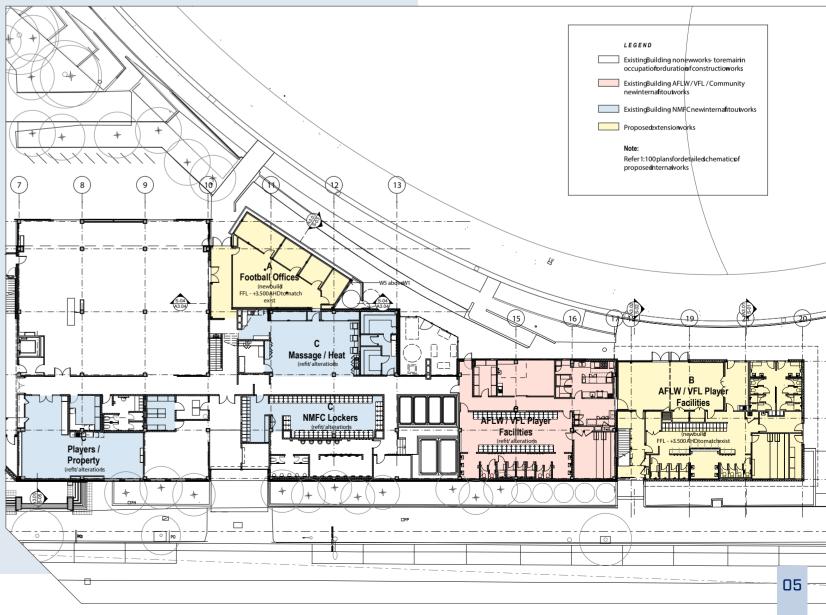
PROJECT FEATURES

GROUND LEVEL

Will fully accommodate our AFLW and VFLW teams and opposition teams and umpires on game-day:

- Improved and modern lockers for players
- Increased warm up area for teams to aid game preparation
- Additional change room to ensure both competing teams have access to their own change room
- Two umpires change rooms
- Additional medical room for use by medical staff

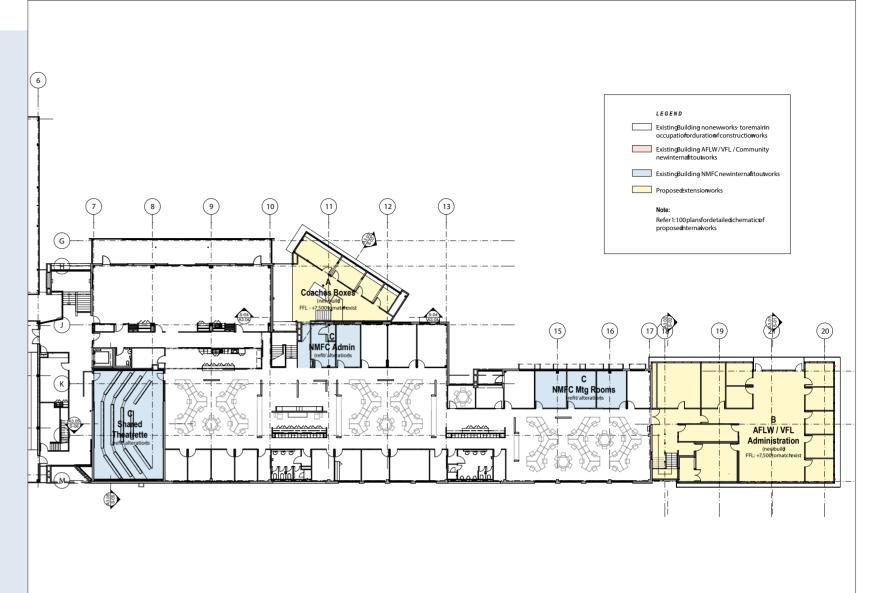




LEVEL 1

Will accommodate support staff for our VFL, AFLW and VFLW teams in addition to improving facilities for the AFL team:

- Recruiting room will provide a private and secure working space for our team
- Video review room will provide a bigger space for our players and coaches to review footage
- Media studio for our media team to produce high-end media content to provide greater insights into the club
- Seven additional support offices and an open support area to cater for staff growth



COACHES TOWER & ARENA

Our coaches box will be equipped with state-of-the-art technology to ensure optimum performance

- Stats box will be used by our club staff
- Timekeepers' box will be used by match day officials
- Umpires box to assist with improved on-field umpiring performance
- Broadcast box for use by broadcasters for TV, radio and other media
- · New oval lighting adequate for training and match practice
- New state-of-the-art scoreboard that will also provide a range of revenue earning opportunities



2a. ARDEN PRECINCT

Over the next 30 years we will witness the transformation of 'Arden' from a working class, industrial area to a green, inner-suburban, high density residential zone.

The State Government has announced this a priority project that will see 40,000 new residents move into the area.

KEY FEATURES

- New underground station
- Community infrastructure that reinforces local identity and delivers services in new ways
- Excellent walking and cycling tracks
- High-quality street and public space network, with pedestrian and cycle connections
- World-class environmental sustainability
- Two new urban boulevards
- A major employment destination focused around the new train station



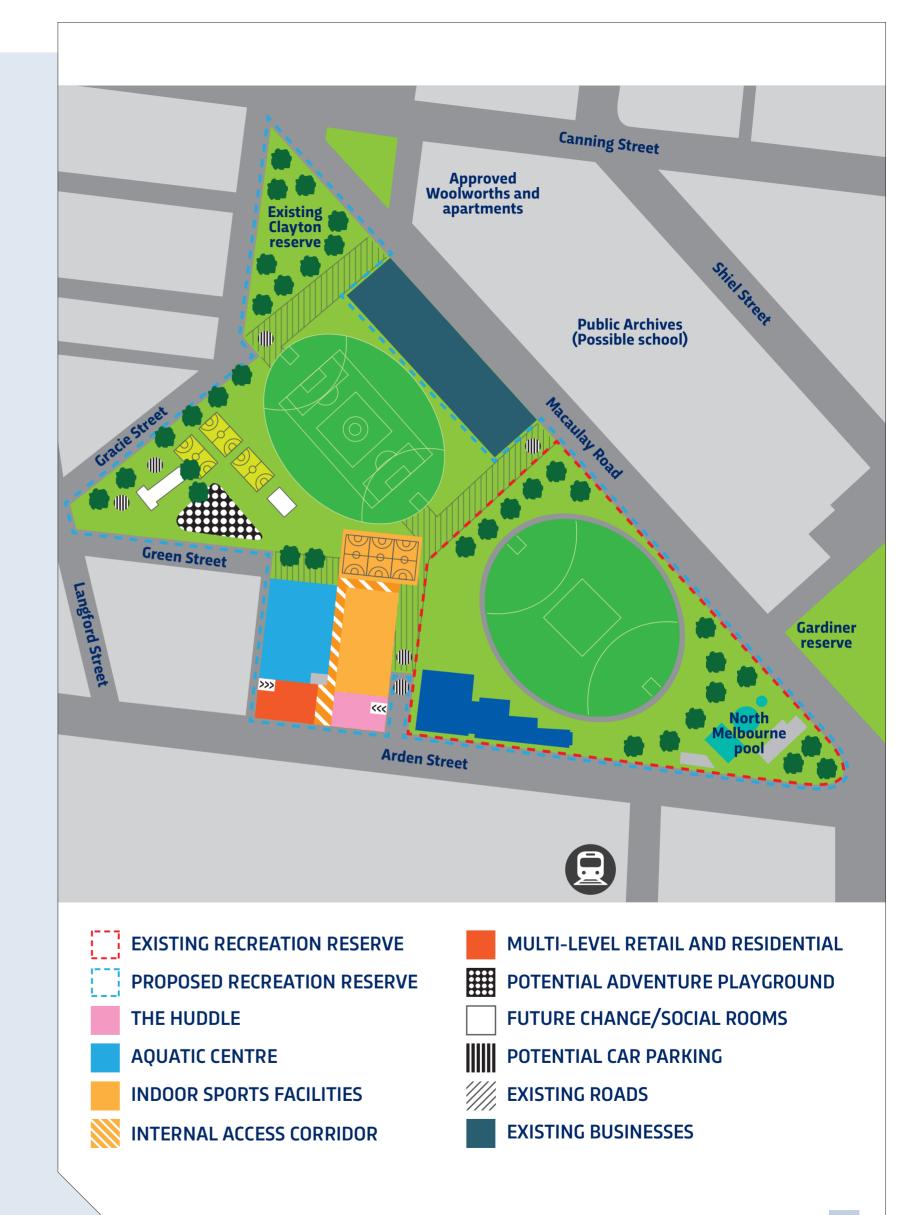


2b. NORTH'S VISION

The opportunities in positioning ourselves at the heart of this new commercial and residential suburb are incredibly significant. We are hoping to help shape the future of the broader Arden precinct with our proposal creating significant benefits for the local community.

OUR VISION INCLUDES:

- · An indoor gym and sports centre with a large synthetic oval
- · A second indoor centre with four multi-use hard courts
- An indoor aquatic centre with a 50m pool
- · An outdoor synthetic oval with lighting
- Sports changerooms and social rooms
- A café and other shops



3. CREATING IMPACT

WINNING GAMES

I've always believed on-field success begins off-field and that a stable, thriving club is the perfect environment for the creation of a winning formula.

We are no longer a one-team club. We are growing like never before with the introduction of our VFL team, followed by AFLW and VFLW sides next year. This means our organisation needs to quickly adapt and keep up to speed, but it also brings an enormous amount of opportunity.

To maintain that winning formula means continuing to provide our players access to the best resources and facilities possible.

The need to upgrade the current building is obvious and critical to what we want to achieve.

We must keep pace with the rest of the competition and continue to lead with innovation, growth and opportunity - and it all starts right here; at home.

- BRAD SCOTT Senior Coach



SUSTAINABILITY

Whilst the focus of the redevelopment is to serve as the precinct's primary open space accessible to the local community there are also various opportunities and benefits that would be available to the club. These are both financial and strategic and include on-field and off-field opportunities.

FINANCIAL

- North Melbourne's AFLW venture is predicted to be a profitable one, with significant sponsorship and Government funding opportunities
- Entrenching our club at the heart of a newly expanded residential and commercial suburb will create potential for the club to invest in new business and commercial opportunities

Adding financial and balance sheet strength is a key objective to ensure we set the club up to prosper for generations ahead

STRATEGIC

- Ability to engage with the 40,000 new residents expected in the 'Arden' precinct, allowing for the club to build a database of new members and supporters
- Building our standing within the community as a highly engaged and community-minded club focused on a sustainable business model
- Increase the size and scope of The Huddle community program



MEMBER & FAN ENGAGEMENT

ARDEN STREET REDEVELOPMENT

The opportunities available for membership growth as a result include:

- •The ability to play VFL, AFLW and VFLW matches at Arden Street, providing opportunities to create additional consumer offerings for match day attendance and experiences at the home of Shinboner Spirit, generating additional revenue and fan engagement.
- Research shows there is a direct correlation between highquality, successful team performance and first-class facilities.
 There is also a direct correlation between successful team performance and growth in membership.

ARDEN PRECINCT

The opportunities available for membership growth as a result include:

- With new residents expected to move into the area, the club will be able to engage with new fans through ticket and membership trials, Arden Street experiences, entertainment offerings through VFL, AFLW and VFLW matches and other community programs.
- The club has one of the highest member to fan ratios in the AFL, demonstrating it has the right strategy in place to be able to convert new fans into members
- New businesses will help increase our current North Network membership through engagement and facilitated introductions.
- New community services in the area, as well as new businesses and residents, will increase traffic around Arden Street, providing greater exposure for the Roo Shop, in turn, increasing sales.



COMMUNITY

Our club prides itself on working towards positive outcomes for the local community.

THE HUDDLE

Established in 2010, The Huddle works to improve social cohesion by systematically addressing the causes of disengagement among young people. The Huddle's programs target youths from migrant and refugee backgrounds in inner Melbourne, and across the North and West of the city.

NEXT GENERATION ACADEMY

Established in 2016, the Next Generation Academy is an elite development program for 11-15-year old girls and boys of all backgrounds. The academy is committed to developing champions on and off the field. Participants undergo skills training, drills and games on field under the guidance of our highly skilled and qualified coaches.

NEXT GENERATION IN SCHOOLS

Established in 2014, the Next Generation in Schools Program is an initiative aimed at inspiring passion and participation for football amongst boys and girls across the cities of Melbourne & Wyndham and the state of Tasmania. Through varying school based offerings, the program looks to engage with students from Prep through to Year 9 in the schoolyard, the classroom and after school.

COMMUNITY USE OF ARDEN STREET

Our headquarters at Arden Street is utilised extensively to support and positively impact the local community – quite literally thousands of people attend events and community activities each year, including of course football.



4. FEMALE ENGAGEMENT

Women and girls have been playing football for more than 100 years and have always been integral to the game as supporters, administrators, umpires, coaches and volunteers.

Females represent 27% of total football participation across all competitions and programs.

In September 2017 the club was granted a license to field a team in the expanded 10 team AFLW competition. The Arden Street redevelopment is a necessity in catering for this expansion and there are many other benefits that will be recognised relevant to female engagement:

- · State-of-the-art female friendly match, training and administration facilities that will maximise the opportunity for on-field success for AFLW and VFLW teams
- · Achieves a truly integrated culture of inclusiveness and success
- · Provides further opportunity for social inclusion and diversity, contributing to the club's desire to be the most open and inclusive club in sport
- · Addresses the existing inequalities in female facility provision, access and quality
- · Supports and enhances the growth in female football over the short to medium term



TIMELINE

2018	
June	Launch Event (27th June) Construction tenders
July	Community Appeal Construction begins
August	Community Appeal 24 Hour Challenge (23rd August) Construction continues
September	Construction continues
October	Construction continues
November	Construction continues
December	Construction continues
2019	
January	Construction complete and handover Facility Open & Recognition

OUR CAMPAIGN TEAM

The scale of this project requires a whole team effort and North Melbourne has assembled a highly passionate and dedicated group to achieve outstanding results.

CAMPAIGN LEADERS



CARL DILENA

MANAGING DIRECTOR & CEO, NORTH MELBOURNE FOOTBALL CLUB

"This is an exciting first step in entrenching our great club at Arden Street forever. We have an opportunity of which the club has never seen before, and we intend

to position ourselves at the heart of this new residential and commercial suburb. We need your support in delivering phase one of this vision"



BEN BUCKLEY

CHAIRMAN, NORTH MELBOURNE FOOTBALL CLUB

"We are thinking long term and what is best for the whole club, ensuring our players and staff will have state-of-the-art facilities and resources so they can be the best

they can be. This is the first step in a long-term vision for the club that will deliver us sustainability and set ourselves up for success"



TREVOR O'HOY

FORMER DIRECTOR, NORTH MELBOURNE FOOTBALL CLUB FORMER PRESIDENT & CEO, FOSTER'S GROUP

"I am very proud to be on the committee for this exciting campaign. The committee is leading the way

to ensure we get a tangible result and the project is a success. We call on the entire North Melbourne community for support and advocacy of the project"

SHINBONER SUPPORT TEAM

- Glenn Archer (Shinboner of the Century)
- Brad Scott (Senior Coach)
- Darren Crocker (Director of Coaching)
- Ben Brown (Current Player)
- Emma Kearney (Current Player)
- Donald McDonald (Director Stakeholder Relations)
- Nick Haslam (GM, Commercial & Strategy)
- Josh Linton (Campaign Manager)

AN INVITATION TO DONATE

We are committed to delivering this vision but it can only be achieved with philanthropy.

We invite you to pledge a gift that is meaningful and significant to you. Understanding that all of us have different capacities and life circumstances, we are deeply grateful for each and every gift.

OUR APPROACH

1. Matchers

We will be approaching our key stakeholders in the initial phase to request a gift which will set the foundation for the rest of the appeal. These gifts will be utilised in a "challenge-capacity" to inspire others to give during the public appeal phase, known as the 24-Hour Challenge

2. 24-Hour Challenge

The public appeal phase will be delivered over a 24-hour period, creating a sense of urgency for our network of donors. Focusing on a communal jackpot with gifts being quadrupled utilising the matchers donors, this provides maximum crowd-funding power in the shortest time available



RECOGNITION

The project requires a total investment of \$10.5 million. Importantly our club has pledged to invest between \$2-\$2.5 million in the project. Our dream is to raise these funds from our amazing North Melbourne community.

We have developed a range of naming opportunities to be awarded in recognition of certain gifts to the appeal. Recognition is always considered in consultation with the donor prior to any announcement.

KEY

- Entire facility extension
- Coaches Tower
- Ground Floor (High Performance)
- Level 1 (Admin Centre)
- Refurbished Gym

ARENA

- Scoreboard
- Light Towers
- Interchange Benches
- Coaches Boxes
- Stats Boxes
- Umpires Box
- Timekeepers Box

GROUND FLOOR

- Change Rooms (AFLW / VFL)
- Locker Room (AFL)
- · Sports Science Area
- Heat Room
- Player Dining & Warm Up Area
- Property Rooms

LEVEL 1

- Theatrette
- Line Meeting Rooms
- Media Studio
- · Football Staff Area
- Recruiters Room

GIFTS

Gifts to this campaign will be made to The Shinboner Foundation and are fully tax deductible. All donations are kept strictly confidential.

TAX BENEFITS

MY GIFT TO THE CAMPAIGN	MY ACTUAL INVESTMENT AFTER TAX BASED ON 47%* PERSONAL INCOME TAX THRESHOLD
\$2,000,000	\$1,060,000
\$1,000,000	\$530,000
\$500,000	\$265,000
\$300,000	\$159,000
\$250,000	\$132,500
\$150,000	\$79,500
\$100,000	\$53,000
\$75,000	\$39,750
\$50,000	\$26,500
\$30,000	\$15,900
\$20,000	\$10,600
\$15,000	\$7,950
\$10,000	\$5,300
\$5,000	\$2,650
\$3,000	\$1,590
\$1,000	\$530

Please note this table is intended as a guide only. North Melbourne Football Club does not provide financial advice and recommends seeking further information from your accountant or financial planner.

^{*}Assuming a marginal tax rate of 45% plus 2% Medicare levy.

THANK-YOU

Thank you for your time and consideration for this important project that will shape the future success and prosperity of the club. We appreciate your on-going support and look forward to our exciting future ahead.



