

**ASX Circular****Date:** 10 October 2013**Key topics**

1. OzForex Group Limited
2. Ordinary shares (ASX code: OFX)
3. Quotation expected to commence at 12:00 pm AEDT. on Friday, 11 October 2013 on a conditional and deferred settlement basis

Reading List

Client Advisers
 Corporate Advisory
 DTR Operators
 Institutions
 Listing Officers
 ASX Settlement Participants
 Office Managers
 Operations Managers (back office)
 Research Analysts
 Share Registries
 ASX Clear Participants
 Market Participants

Authorised by

Andrew Black

Contact

Lux Wigneswaran

Telephone

(02) 9227 0305

ASX Limited
 ABN 98 008 624 691
 Exchange Centre
 20 Bridge Street
 Sydney NSW 2000
 PO Box H224
 Australia Square NSW 1215

Internet: <http://www.asx.com.au>

OZFOREX GROUP LIMITED – ADMISSION AND COMMENCEMENT OF OFFICIAL QUOTATION

It is anticipated that OzForex Group Limited (the "Company") will be admitted to the official list of ASX Limited ("ASX") on the morning of Friday, 11 October 2013.

Official quotation of the Company's shares is expected to commence at 12:00 pm AEDT on Friday, 11 October 2013 on a conditional and deferred settlement basis. Approximately \$439.4 million has been raised under the Offer by the issue of approximately 12 million new shares, and sale and transfer of approximately 207.7 million existing shares at an issue and sale price of \$2.00 per share.

Quoted Securities: 240,000,000 fully paid ordinary shares

ASX Code: OFX

Time: 12:00 pm AEDT

Date: 11 October 2013

ASX Trade Abbreviation: OZFOREX

ISIN: AU000000OFX5

Home Branch: Sydney

Industry Classification: 4020 - Diversified Financials

Registered and Corporate Office: Level 9, 10 Bridge Street
Sydney NSW 2065

Phone: +61 2 8667 8000

Company Secretary: Lionel Docker

Share Registry: Computershare Investor Services Pty Limited
Level 4, 60 Carrington Street
Sydney NSW 2000

Phone: +61 2 8234 5000

Fax: +61 2 8234 5050

Balance Date: 31 March

CHESS: Participating. The Company will also operate an issuer sponsored sub-register.

<u>State of Incorporation:</u>	Victoria
<u>Activities:</u>	Provider of online international payment services for consumer and business clients
<u>Dividend Policy:</u>	Refer to section 4.14 of the Company's prospectus dated 23 September 2013
<u>Joint Lead Managers:</u>	Goldman Sachs Australia Pty Ltd Level 46, Governor Phillip Tower 1 Farrer Place Sydney NSW 2000 Macquarie Capital (Australia) Limited No. 1 Martin Place Sydney NSW 2000
<u>ASX Restricted Securities:</u>	Nil
<u>Securities not quoted:</u>	Nil

CONDITIONAL AND DEFERRED SETTLEMENT TRADING

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are (i) completion of the transfer of shares held by the existing shareholders of OzForex Pty Ltd to Cloudbreak Settlement Pty Ltd ("SaleCo") and (ii) the issue of shares by the Company and the transfer of shares by SaleCo to successful applicants under the offer, as referred to in Section 7.2 of the prospectus dated 23 September 2013.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will be placed in pre-open at 8:30 AM AEDT on Friday, 11 October 2013 and trading will commence on a conditional and deferred settlement basis at 12:00 PM AEDT on Friday, 11 October 2013.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Signal E.

The Company is required to advise ASX immediately of the fulfillment or non-fulfillment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfillment of the conditions, ASX will issue a further circular to participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met on Tuesday, 15 October 2013. The Company has agreed to send holding statements on Thursday, 17 October 2013, which will mean that the first settlement date will be Wednesday, 23 October 2013.

CONTRACT NOTES FOR CONDITIONAL SALES AND PURCHASES

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

"This contract is conditional upon notification being received by ASX by close of business on Tuesday, 15 October 2013 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

INDICATIVE KEY DATES

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 5:00 PM AEDT on Tuesday, 15 October 2013. If the conditions are not fulfilled by the close of business on Friday, 25 October 2013, shares will not be issued and all conditional trades that have occurred since Friday, 11 October 2013 will be cancelled.

If the conditions are not satisfied by 5:00 PM AEDT on Tuesday, 15 October 2013, but are satisfied prior to the close of business on Friday, 25 October 2013, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Friday, 11 October 2013	Pre-quotation disclosure announcement Commencement of Official Quotation on a conditional and deferred settlement basis – 12:00 PM AEDT (ASX Code: OFX)
Tuesday, 15 October 2013	Conditions for the conditional market expected to be fulfilled Last day of conditional trading
Wednesday, 16 October 2013	Trading expected to commence on a deferred settlement basis only (ASX Code: OFX)
Thursday, 17 October 2013	Holding statements sent to successful applicants Last day of deferred settlement trading
Friday, 18 October 2013	First day of trading on a normal (T+3) basis (ASX code: OFX)
Wednesday, 23 October 2013	Settlement of all on-market trades conducted on a conditional and deferred settlement basis from 11 to 15 October 2013, and first settlement of trades conducted on a T+3 basis

For further information please refer to the Company's prospectus dated 23 September 2013 or call the **OzForex Offer Information Line on 1300 610 034 at any time from 8.30am to 5.00pm AEDT Monday to Friday.**