

Information Form and Checklist

(ASX Listing)

Name of entity

ABN/ARBN/ARSN

Smartgroup Corporation Ltd

48 126 266 831

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Listing.

Please complete each applicable item. If an item is not applicable, please state so.

Note: the entity warrants in its Appendix 1A ASX Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.

Terms used in this Information Form and Checklist have the same meaning as in the ASX listing rules.

Part 1 – Key Information

All entities – corporate details

Place of incorporation or establishment	Victoria, Australia
Date of incorporation or establishment	28 June 2007
Legislation under which incorporated or established	Corporations Act 2001 (Cwlth)
Address of registered office in place of incorporation or establishment	Level 8, 133–145 Castlereagh Street Sydney NSW 2000
Main business activity	Salary packaging administration (including novated leasing) and fleet management services
Other exchanges on which the entity is listed	None
Street address of principal administrative office	Level 8, 133–145 Castlereagh Street Sydney NSW 2000 Australia
Postal address of principal administrative office	GPO Box 4174 Sydney NSW 2001 Australia
Telephone number of principal administrative office	1300 476 278
E-mail address for investor enquiries	ir@smartgroup.com.au
Website URL	www.smartgroup.com.au

All entities – management details

Full name and title of CEO/managing director	Devendra Vasant Billimoria, Chief Executive Officer and Managing Director.
Full name and title of chairperson of directors	Michael Carapiet, Chairman.
Full names of all existing directors	Devendra Vasant Billimoria; Michael Carapiet; Gavin Terence Bell; Andrew Philip Bolam; and John Patrick Prendiville.
Full names of any persons proposed to be appointed as additional or replacement directors	Not applicable.
Full name and title of company secretary	Timothy Seng Meng Looi, Chief Financial Officer and Company Secretary.

All entities – ASX contact details

Full name and title of ASX contact(s)	Timothy Seng Meng Looi, Chief Financial Officer and Company Secretary. Amanda Morgan, General Counsel
Business address of ASX contact(s)	Level 8, 133–145 Castlereagh Street Sydney NSW 2000
Business phone number of ASX contact(s)	Tim Looi - +61 (0) 2 9119 8332 Amanda Morgan - +61 (0) 3 9998 3238
Mobile phone number of ASX contact(s)	Tim Looi - +61 (0) 408 409 513 Amanda Morgan - +61 (0) 413 602 112
Email address of ASX contact(s)	Tim Looi – tim.looi@smartgroup.com.au Amanda Morgan – amanda.morgan@smartgroup.com.au

All entities – auditor details

Full name of auditor	PricewaterhouseCoopers
----------------------	------------------------

All entities – registry details

Name of securities registry	Link Market Services Limited
Address of securities registry	Level 12 680 George Street Sydney South NSW 2000

Phone number of securities registry	+61 (0) 2 8280 7111
Fax number of securities registry	+61 (0) 2 9287 0303
Email address of securities registry	registrars@linkmarketservices.com.au
Type of subregisters the entity will operate	Chess and issuer sponsored subregister

All entities – key dates

Annual balance date	31 December
Month in which annual meeting is usually held (or intended to be held)	March
Months in which dividends or distributions are usually paid (or are intended to be paid)	April and September (commencing in April 2015) See section 1.5 ("Key financial information") of the Prospectus

Trusts – additional details

Name of responsible entity	Not applicable.
Duration of appointment of directors of responsible entity	Not applicable.
Full names of the members of the compliance committee (if any)	Not applicable.

Entities incorporated or established outside Australia – additional details

Name and address of the entity's Australian agent for service of process	Not applicable.
If the entity has or intends to have a certificated subregister for quoted securities, the location of Australian security registers	Not applicable.
Address of registered office in Australia (if any)	Not applicable.

Part 2 – Checklist Confirming Compliance with Admission Requirements

Note: it will assist ASX and speed up its review of the application if the various documents referred to in this checklist (other than the 25 copies of the applicant's Prospectus, Product Disclosure Statement or Information Memorandum referred to in item 4) were provided in a folder separated by numbered tabs.

All entities – key supporting documents

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | |
|----|---|---|
| 1. | ☒ Copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name) | See Annexure A for a certificate of registration detailing each change of name. |
| 2. | ☒ Copy of the entity's constitution in accordance with listing rule 1.1 condition 1A | See Annexure B. |
| 3. | ☒ Either:
(a) confirmation that the entity's constitution includes the provisions of Appendix 15A or Appendix 15B (as applicable); or
(b) a completed checklist that the constitution complies with the listing rules, in accordance with listing rule 1.1 condition 2 | Article 1.7 of the constitution includes the provisions of Appendix 15A (see Annexure B). |
| 4. | ☒ An electronic version and 25 copies of the Prospectus, Product Disclosure Statement or Information Memorandum being lodged with ASX in accordance with listing rule 1.1 condition 3 | An electronic version and 25 copies of the Prospectus have been provided with this application. |
| 5. | ☒ If the entity's corporate governance statement is included in its Prospectus, Product Disclosure Statement or Information Memorandum, the page reference where it is included. Otherwise, a copy of the entity's corporate governance statement in accordance with listing rule 1.1 condition 13 | See section 6.4 ("Corporate Governance") of the Prospectus. |
| 6. | ☒ If the entity will be included in the S & P All Ordinaries Index on admission to the official list, confirmation that it will have an audit committee in accordance with listing rule 1.1 condition 13 | Smartgroup Corporation Ltd (" Smartgroup ") has established an Audit and Risk Committee see section 6.4.4 ("Audit and Risk Committees") of the Prospectus. |
| 7. | ☒ If the entity will be included in the S & P / ASX 300 Index on admission to the official list, confirmation that it will comply with the recommendations set by the ASX Corporate Governance Council in relation to composition, operation and responsibility of the audit committee in accordance with listing rule 1.1 condition 13 | See section 6.4.3 ("Board Committees") of the Prospectus.

The Audit & Risk Committee consists only of non-executive directors. A majority of the Audit & Risk Committee are independent directors. |
| 8. | ☒ Original executed agreement with ASX that documents may be given to ASX and authenticated electronically in accordance with listing rule 1.1 condition 14 | See Annexure C. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | | |
|-----|-------------------------------------|---|--|
| 9. | ☒ | If the entity's trading policy is included in its Prospectus, Product Disclosure Statement or Information Memorandum, the page reference where it is included. Otherwise, a copy of the entity's trading policy in accordance with listing rule 1.1 condition 15 | <p>See Annexure D.</p> <p>See section 6.4.6.3 ("Securities trading policy") of the Prospectus.</p> |
| 10. | ☒ | If the entity will be included in the S & P / ASX 300 Index on admission to the official list, confirmation that it will have a remuneration committee comprised solely of non-executive directors in accordance with listing rule 1.1 condition 16 | <p>Smartgroup has established a Human Resources and Remuneration Committee, which consists only of non-executive directors. A majority of the Human Resources and Remuneration Committee are independent directors (see section 6.4.5 ("Human Resources and Remuneration Committee") of the Prospectus).</p> |
| 11. | ☒ | For each director or proposed director, a list of the countries in which they have resided over the past 10 years | <p>Devendra Billimoria – Australia;
Michael Carapiet – Australia;
Gavin Bell – Australia;
Andrew Bolam – Australia and Malaysia; and
John Prendiville – Australia.</p> |
| 12. | ☒ | For each director or proposed director who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by CrimTrac which is not more than 12 months old | <p>See Annexure E.</p> |
| 13. | ☒ | <p>For each director or proposed director who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 12 above for each country in which the director has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration from the director confirming that fact and that he or she has not been convicted in that country of:</p> <p>(a) any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of director's duties; or</p> <p>(b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced),</p> <p>or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved</p> | <p>See Annexure F.</p> |
| 14. | ☒ | For each director or proposed director who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Insolvency Trustee Services Australia National Personal Insolvency Index which is not more than 12 months old | <p>See Annexure G.</p> |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

15. ☒ For each director or proposed director who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 14 above for each country in which the director has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration from the director confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved

See Annexure H.

16. ☒ A statutory declaration from each director or proposed director confirming that:
- (a) the director has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;
 - (b) the director has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;
 - (c) the director has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as a director of a listed entity;
 - (d) no listed entity of which he or she was a director (or, in the case of a listed trust, in respect of which he or she was a director of the responsible entity) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the listing rules applicable to that entity; and
 - (e) the director is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above,
- or, if the director is not able to give such confirmation,

See Annexure I.

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | |
|--|---|
| <p>a statement to that effect and a detailed explanation of the circumstances involved</p> | |
| <p>17. ☒ A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)</p> | See Annexure J. |
| <p>18. ☒ Payment for the initial listing fee (including GST). Payment can be made via electronic funds transfer or cheque made payable to ASX Operations Pty Ltd. Contact ASX Listings Compliance for EFT details. Refer to ASX Guidance Notes 15 and 15A for the fees payable on the application. You can also use the ASX online equity listing fees calculator: http://www.asx.com.au/professionals/cost-listing.htm</p> | Cheque previously provided with draft ASX Listing Application for \$164,928.50. |

All entities – capital structure

- | | |
|--|---|
| <p>19. ☒ A table showing the existing and proposed capital structure of the entity, broken down as follows:
 (a) the number and class of each equity security and each debt security currently on issue; and
 (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and
 (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list.
 Note: This applies whether the securities are quoted or not.</p> | See Annexure K and section 1.7 ("Significant interests of key people and related party transactions") of the Prospectus. |
| <p>20. ☒ For each class of securities referred to in the table mentioned in item 19, the terms applicable to those securities
 Note: This applies whether the securities are quoted or not.
 For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).
 For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates
 For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).</p> | See section 7.11.1 ("Description of Shares") of the Prospectus for a summary of the terms attaching to the Smartgroup's fully paid ordinary shares.

The Mandatory Redeemable Preference Shares currently on issue will be redeemed out of the proceeds of the offer. |
| <p>21. ☒ Confirmation that the issue/sale price of all securities for which the entity seeks quotation is at least 20 cents in cash (listing rule 2.1 condition 2)</p> | Confirmed. See section 7 ("Details of the Offer") of the Prospectus. |
| <p>22. ☐ If the entity has or proposes to have any options on issue, confirmation that the exercise price for each underlying security is at least 20 cents in cash (listing rule 1.1 condition 11)</p> | Not applicable. |
| <p>23. ☐ If the entity has or proposes to have any debt securities or convertible debt securities on issue, a copy of any trust deed applicable to those securities</p> | Not applicable. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | | |
|-----|-------------------------------------|--|--|
| 24. | ☐ | Details of any rights granted to any person, or to any class of persons (other than through the holding of securities referred to in the table mentioned in item 19), to participate in an issue of the entity's securities
<small>Note: This applies whether the securities are quoted or not.</small> | Not applicable. |
| 25. | ☐ | If the entity has any partly paid securities and it is not a no liability company, the entity's call program setting out the date and amount of each proposed call and whether it allows for any extension for payment of a call | Not applicable. |
| 26. | ☒ | The terms of any employee incentive scheme | <p>Smartgroup has not yet established a long term incentive plan. See section 6.3.3 ("Employee and executive incentive plans") of the Prospectus.</p> <p>The CEO, senior management and other employees may be invited to participate in a cash based short term incentive plan (see section 6.3.3.1 ("Short term incentive plan") of the Prospectus). Non-executive directors are not eligible to participate in the short term incentive plan.</p> |
| 27. | ☐ | The terms of any dividend or distribution plan | Not applicable. |
| 28. | ☒ | Details of all issues of securities (in all classes) in the last 5 years. Indicate clearly any issues for consideration other than cash | See Annexure L. |
| 29. | ☐ | A copy of every Prospectus, Product Disclosure Statement or Information Memorandum issued in connection with any issue of securities (in all classes) in the last 5 years. | Not applicable. |
| 30. | ☐ | A copy of any court order in relation to a reorganisation of the entity's capital in the last 5 years | Not applicable. |

All entities – other information

- | | | | |
|-----|-------------------------------------|--|--|
| 31. | ☒ | A brief history of the entity | See section 3.1.1 ("Corporate timetable") of the Prospectus. |
| 32. | ☒ | Details of the entity's existing and proposed activities and level of operations | See section 3 ("Smartgroup Overview") of the Prospectus. |
| 33. | ☐ | A copy of the entity's most recent annual report | Not applicable. |
| 34. | ☐ | A copy of the entity's most recent half yearly financial statements | Not applicable. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | |
|--|---|
| <p>35. ☒ If the entity has any child entities, a list of all child entities stating, in each case, the name, the nature of its business and the entity's percentage holding in it. Similar details should be provided for every entity in which the entity holds (directly or indirectly) 20% or more of the issued capital (interests)</p> | <p>See Annexure M.</p> |
| <p>36. ☒ Copies of all material contracts referred to in the Prospectus, Product Disclosure Statement or Information Memorandum (including any underwriting agreement) plus the page reference in the Prospectus, Product Disclosure Statement or Information Memorandum where they are summarised</p> | <p>See Annexure N:</p> <ul style="list-style-type: none"> • Underwriting Agreement (see section 9.3 of the Prospectus); • Share Sale Deed (see section 9.2 of the Prospectus); • SaleCo Deed of Indemnity (see section 9.2 of the Prospectus); • Facility Agreement (see section 4.6.3 of the Prospectus); and • Escrow Deeds (see section 7.6 of the Prospectus). |
| <p>37. ☒ If such information is included in its Prospectus, Product Disclosure Statement or Information Memorandum, the page reference where it is included. Otherwise, either a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the entity or a related entity has entered into with:</p> <p>(a) its chief executive officer (or equivalent)</p> <p>(b) any of its directors or proposed directors; or</p> <p>(c) any other person or entity who is a related party of the persons referred to in (a) or (b) above.</p> <p>Note: if the entity applying for admission to the official list is a trust, references to a chief executive officer, director or proposed director mean a chief executive officer, director or proposed director of the responsible entity of the trust. However, the entity need not provide a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the responsible entity or a related entity has entered into with any of the persons referred to in (a), (b) or (c) above if the costs associated with the agreement are borne by the responsible entity or the related entity from out of its own funds rather than from out of the trust.</p> | <p>See section 6.3.2.4 ("Executive employment arrangements") of the Prospectus for a summary of Devendra Billimoria's employment contract.</p> <p>See section 6.3.2 ("Directors' interests and remuneration") of the Prospectus for a summary of the terms of the non-executive directors' appointments.</p> |
| <p>38. ☒ Confirmation that the material contracts summarised in the entity's Prospectus, Product Disclosure Statement or Information Memorandum include any material contract(s) the entity or a related entity has entered into with:</p> <p>(a) its chief executive officer (or equivalent)</p> <p>(b) any of its directors or proposed directors; or</p> <p>(c) any other person or entity who is a related party of the persons referred to in (a) or (b) above</p> <p>Note: if the entity applying for admission to the official list is a trust, references to a chief executive officer, director or proposed director mean a chief executive officer, director or proposed director of the responsible entity of the trust.</p> | <p>Confirmed.</p> |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

39. ☒ If such information is included in its Prospectus, Product Disclosure Statement or Information Memorandum, the page reference where it is included. Otherwise, a statement as to whether directors are entitled to participate in any employee incentive scheme and, if so, the extent to which they currently participate or are proposed to participate

Smartgroup has not yet established a long term incentive plan. See section 6.3.3 ("Employee and executive incentive plans") of the Prospectus.

The CEO and senior management are eligible to participate in a cash based short term incentive plan (see section 6.3.3.1 ("Short term incentive plan") of the Prospectus). Non-executive directors are not eligible to participate in the short term incentive plan.

40. ☒ Confirmation that all information that a reasonable person would expect to have a material effect on the price or value of the securities to be quoted is included in or provided with this Information Form and Checklist

Confirmed.

Entities that are trusts

41. ☐ Evidence that the entity is a registered managed investment scheme

Not applicable.

42. ☐ Confirmation that the responsible entity is not under an obligation to allow a security holder to withdraw from the trust

Not applicable.

Entities applying under the profit test (listing rule 1.2)

43. ☒ Evidence that the entity is a going concern (or successor)

See section 4.3.1 ("Pro Forma Historical Results, Pro Forma Forecast Result and Statutory Forecast Result") of the Prospectus.

44. ☒ Evidence that the entity has been in the same main business activity for the last 3 full financial years

See sections 3 ("Smartgroup Overview") and 4.4 ("Pro Forma Historical and Forecast Income Statements by segment") of the Prospectus.

45. ☒ Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least \$1 million

See section 4.3.1 ("Pro Forma Historical Results, Pro Forma Forecast Result and Statutory Forecast Result") of the Prospectus and Annexure O (annual financial reports for the years ending 2011, 2012 and 2013).

Smartgroup Corporation Ltd acquired Smartsalary Group Pty Ltd in June 2012. Accordingly, the accounts for the group for 2011 and 2012 are in the name of Smartsalary Group Pty Ltd (formerly known as Paxys Australia Pty Ltd).

46. ☒ Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded \$400,000

See Annexure O (annual financial report for the financial year ending 2013) and Annexure P (consolidated income statement for 12 months ending 30 April 2014).

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | |
|---|--|---|
| 47. ☒ | Audited accounts for the last 3 full financial years and audit reports | <p>See Annexure O (annual financial reports for the years ending 2011, 2012 and 2013 and audit reports).</p> <p>Smartgroup Corporation Ltd acquired Smartsalary Group Pty Ltd in June 2012. Accordingly, the accounts for the group for 2011 and 2012 are in the name of Smartsalary Group Pty Ltd (formerly known as Paxys Australia Pty Ltd).</p> |
| 48. ☐ | Half yearly accounts (if required) and audit report or review | Not applicable. |
| 49. ☒ | Pro forma statement of financial position and review | See section 4.5 ("Pro Forma Historical Balance Sheet") of the Prospectus. |
| 50. ☒ | Statement from all directors confirming that they have made enquiries and nothing has come to their attention to suggest that the entity is not continuing to earn profit from continuing operations up to the date of the application | See Annexure Q. |

Entities applying under the assets test (listing rule 1.3)

- | | | |
|------------------------------|---|-----------------|
| 51. ☐ | <p>Evidence that the entity:</p> <p>(a) has, if the entity that is not an investment entity, net tangible assets of at least \$3 million or a market capitalisation of at least \$10 million; or</p> <p>(b) has, if the entity that is an investment entity other than pooled development fund, net tangible assets of at least \$15 million; or</p> <p>(c) is a pooled development fund with net tangible assets of at least \$2 million</p> | Not applicable. |
| 52. ☐ | <p>Evidence that:</p> <p>(a) at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash; or</p> <p>(b) there are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash)</p> | Not applicable. |
| 53. ☐ | A statement that there is enough working capital to carry out the entity's stated objectives (and statement by independent expert, if required) | Not applicable. |
| 54. ☐ | Accounts for the last 3 full financial years (or shorter period if ASX agrees) and audit report or review or statement that not audited or not reviewed | Not applicable. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | |
|------------------------------|---|-----------------|
| 55. ☐ | If last financial year ended more than 8 months before the date of this application, accounts for the last half year (or longer period if available) and audit report, review or statement that not audited or not reviewed | Not applicable. |
| 56. ☐ | Pro forma statement of financial position and review | Not applicable. |

Entities with restricted securities

- | | | |
|------------------------------|--|--|
| 57. ☐ | A statement setting out a list of any person (either on their own or together with associates) who has held a relevant interest in at least 10% of the entity's voting securities at any time in the 12 months before the date of this application | Not applicable- no ASX Restricted Securities. |
| 58. ☐ | A completed ASX Restricted Securities Table | Not applicable - no ASX Restricted Securities. |
| 59. ☐ | Copies of all restriction agreements entered into in relation to restricted securities | Not applicable - no ASX Restricted Securities. |
| 60. ☐ | Copies of all undertakings issued by any bank, recognised trustee or the provider of registry services to the entity | Not applicable - no ASX Restricted Securities. |

Entities with classified assets

All mining exploration entities, oil and gas exploration entities and any other entity that has acquired, or entered into an agreement to acquire a classified asset within 2 years of the date of this application, must give ASX the following information.

- | | | |
|------------------------------|--|-----------------|
| 61. ☐ | The name of the vendor and details of any relationship of the vendor with the entity | Not applicable. |
| 62. ☐ | If the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s) and details of the relationship of the beneficial owner(s) to the entity | Not applicable. |
| 63. ☐ | The date that the vendor acquired the classified asset | Not applicable. |
| 64. ☐ | The method by which the vendor acquired the classified asset, including whether by agreement, exercise of option or otherwise | Not applicable. |
| 65. ☐ | The consideration passing directly or indirectly from the vendor (when the vendor acquired the asset), and whether the consideration has been provided in full | Not applicable. |
| 66. ☐ | Full details of the classified asset, including any title particulars | Not applicable. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | | |
|-----|--------------------------|--|-----------------|
| 67. | ☐ | The work done by or on behalf of the vendor in developing the classified asset. In the case of a mining tenement or a petroleum tenement, this includes prospecting in relation to the tenement. If money has been spent by the vendor, state the amount (verification of which may be required by ASX) | Not applicable. |
| 68. | ☐ | The date that the entity acquired the classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full, including confirmation of whether the entity has complied with listing rule 1.1 condition 10 if applicable | Not applicable. |
| 69. | ☐ | A breakdown of the consideration, showing how it was calculated, and whether any experts' reports were commissioned or considered (and if so, with copies attached) | Not applicable. |

Mining exploration entities and oil and gas exploration entities

- | | | | |
|-----|--------------------------|---|-----------------|
| 70. | ☐ | The name of the vendor and details of any relationship of the vendor with the entity | Not applicable. |
| 71. | ☐ | <p>A map or maps of the mining tenements or petroleum tenements prepared by a competent person or a qualified petroleum reserves and resources evaluator. The map(s) must:</p> <p>(a) indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements;</p> <p>(b) be dated; and</p> <p>(c) identify the competent person or the qualified petroleum reserves and resources evaluator and the report to which they relate</p> | Not applicable. |
| 72. | ☐ | <p>A schedule of mining tenements or petroleum tenements prepared by a competent person or qualified petroleum reserves and resources evaluator. The schedule must state in relation to each mining tenement or petroleum tenement:</p> <p>(a) the geographical area where the mining tenement or petroleum tenement is situated;</p> <p>(b) the nature of the title to the mining tenement or petroleum tenement;</p> <p>(c) whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and</p> <p>(d) the person in whose name the title to the mining tenement or petroleum tenement is currently held</p> | Not applicable. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | | |
|-----|--------------------------|---|-----------------|
| 73. | ☐ | If the entity has acquired an interest or entered into an agreement to acquire an interest in a mining tenement or a petroleum tenement from any person, a statement detailing the date of the acquisition of the interest from the vendor and the purchase price paid and all other consideration (whether legally enforceable or not) passing (directly or indirectly) to the vendor | Not applicable. |
| 74. | ☐ | A financial statement by the directors (if a trust, the directors of the responsible entity) setting out a program of expenditure together with a timetable for completion of an exploration program in respect of each mining tenement and petroleum tenement or, where appropriate, each group of tenements | Not applicable. |
| 75. | ☐ | A declaration of conformity or otherwise with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves appended to the listing rules, for any public reports on exploration results, mineral resources and ore reserves and a declaration of conformity or otherwise with the SPE PRMS for any public reports on petroleum reserves, contingent resources and prospective resources | Not applicable. |

Entities incorporated or established outside of Australia

- | | | | |
|-----|--------------------------|--|-----------------|
| 76. | ☐ | Evidence that the entity is registered as a foreign company in Australia | Not applicable. |
| 77. | ☐ | <p>Confirmation that the entity's Prospectus, Product Disclosure Statement or Information Memorandum includes a clear statement of its place of incorporation or registration and a statement to the effect that:</p> <p>"As [<i>name of entity</i>] is not established in Australia, its general corporate activities (apart from any offering of securities in Australia) are not regulated by the Corporations Act 2001 of the Commonwealth of Australia or by the Australian Securities and Investments Commission but instead are regulated by [<i>insert name of governing legislation</i>] and [<i>insert name of corporate regulator administering that legislation</i>]."</p> | Not applicable. |

Tick to indicate you are providing the information or documents

Where is the information or document to be found (eg folder tab number or page reference in the entity's Prospectus, Product Disclosure Statement or Information Memorandum)?

- | | | |
|------------------------------|---|-----------------|
| 78. ☐ | A concise summary of the rights and obligations of security holders under the law of its home jurisdiction covering: <ul style="list-style-type: none">• what types of transactions require security holder approval;• whether security holders have a right to request or requisition a meeting of security holders;• whether security holders have a right to appoint proxies to attend and vote at meetings on their behalf;• how changes in the rights attaching to securities are regulated;• what rights do security holders have to seek relief for oppressive conduct;• what rights do security holders have to bring or intervene in legal proceedings on behalf of the entity; and• whether there is any equivalent to the "two strikes" rule in relation to remuneration reports in Part 2G.2 Division 9 of the Corporations Act | Not applicable. |
| 79. ☐ | A concise summary of how the disclosure of substantial holdings and takeovers are regulated under the law of its home jurisdiction | Not applicable. |

Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, all entities will be required to provide the following before their admission to the official list and the quotation of their securities commences:

- A statement setting out the names of the 20 largest holders in each class of securities to be quoted, and the number and percentage of each class of securities held by those holders;
- A distribution schedule of each class of equity securities to be quoted, setting out the number of holders in the categories:
 - 1 - 1,000
 - 1,001 - 5,000
 - 5,001 - 10,000
 - 10,001 - 100,000
 - 100,001 and over
- The number of holders of a parcel of securities (excluding restricted securities) with a value of more than \$2,000, based on the issue/sale price; and
- Any other information that ASX may require under listing rule 1.17.