

23 November 2015

The Manager
Company Announcements
Australian Securities Exchange
Level 5, 20 Bridge Street
Sydney NSW 2000

By electronic lodgement

Dear Sirs,

ASX Code: 1ST

Dispatch of Shareholder Purchase Plan Booklet

Following the announcement by 1ST Available Ltd (**Company**) on 19 November 2015, the Company has today dispatched the attached booklet to shareholders registered at the record date.

For more information, please contact the undersigned on (+61 2) 8072 1400.

Yours faithfully



Andrew Whitten
Company Secretary

Share Purchase Plan Offer Booklet

1st Available Ltd
ACN 138 897 533

You should read this Booklet in full

This Booklet contains important information. You should read this Booklet in full and seek advice from your stockbroker, accountant or other professional adviser if you have any questions about your investment in the Company or about the impact of the transactions described in this Booklet. If you have any questions in relation to how to participate in the SPP after reading this Booklet, please contact the Company's registry, Link Market Services Limited on 1300 554 474 (callers within Australia) or +61 1300 554 474 (callers outside Australia).

This Booklet does not provide financial advice and has been prepared without taking into account your particular objectives, financial situation or needs.

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These materials do not constitute an offer of securities for sale in the United States or to, or for the account or benefit of, "U.S. Persons" (as defined in Regulation S under the United States *Securities Act of 1933* (**Securities Act**)) and may not be sent or disseminated in, directly or indirectly, the United States or to any U.S. Person in any place. SPP Shares have not been and will not be registered under the US Securities Act or the securities laws of any state of the United States and may not be offered, sold or otherwise transferred in the United States or to, or for the benefit of, any U.S. Person except in compliance with the registration requirements of the Securities Act and any other applicable state securities laws or pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws.



WHITTENS & MCKEOUGH
LAWYERS AND CONSULTANTS

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Letter from the Chairman

23 November 2015

On behalf of the Directors, I am pleased to offer you the opportunity to participate in the share purchase plan (**SPP**) being offered by 1st Available Ltd ACN 138 897 533 (**Company**) which was announced on 9 November 2015. The SPP allows eligible shareholders in the Company the opportunity to each subscribe for up to \$15,000 worth of new, fully paid, ordinary shares in the Company (subject to discretionary scale back), without incurring brokerage or other transaction costs. The SPP Offer will be capped at \$600,000.

As also announced on 9 November 2015, the Company has procured a commitment to conduct a placement of new, fully paid, ordinary shares to a sophisticated private investor to raise \$1.2 million (**Placement**). Proceeds of the Placement will be used to strengthen the Company's cash position as it continues to grow its business across the healthcare and corporate and government businesses.

The SPP provides you with the opportunity to increase your holding of ordinary, fully paid shares in the Company at the same issue price paid by the investor under the Placement, being \$0.12 per SPP Share.

You may apply for a parcel of SPP Shares valued at any amount between \$2,000 and \$15,000 (subject to discretionary scale back).

Participation in the SPP is optional and open to eligible shareholders, being holders of fully paid ordinary shares in the Company at 7.00pm (Sydney time) on 4 November 2015 (**Record Date**) and whose address on the share register is in Australia or New Zealand. The SPP is also being extended to eligible shareholders who are custodians to participate in the SPP on behalf of certain eligible beneficiaries on the terms and conditions set out in this Booklet. Your right to participate in the SPP is not transferable. All SPP Shares will rank equally with existing Shares in the Company.

The terms and conditions of the SPP and your personalised Application Form are provided in this Booklet. I urge you to read these materials in their entirety and seek your own financial, taxation and other professional advice in relation to the SPP, before you decide whether to participate.

The SPP opens on 23 November 2015 and is expected to close at 5.00pm (Sydney time) on 18 December 2015.

To apply for SPP Shares, you must either:

- complete and return the personalised Application Form, together with payment via cheque; or
- make a payment directly via BPAY (you do not need to return an Application Form under this option).

If you have any questions in relation to how to participate in the SPP, please contact the Registry on 1300 554 474 (callers within Australia) or +61 1300 554 474 (callers outside Australia) or consult your financial or other professional adviser. On behalf of the Directors, I invite you to consider participating in the SPP.

Yours sincerely,

Trevor Matthews
Chairman
1st Available Ltd

A. Important information

This Booklet does not provide financial advice and has been prepared without taking account of any person's investment objectives, financial situation or particular needs. You should consider the appropriateness of participating in the SPP having regard to your investment objectives, financial situation or particular needs. Shareholders should seek independent financial and taxation advice before making any investment decision in relation to these matters.

The offer of SPP Shares under the SPP is made in accordance with ASIC Class Order 09/425 and ASIC exemption 14-1213 which grant relief from the requirement to issue a disclosure document for the SPP.

Participation in the SPP is optional and open to shareholders who are holders on the Record Date of fully paid ordinary Shares and whose registered address is in Australia or New Zealand. For New Zealand Shareholders, you must still be a Shareholder at the date of this offer (that is 23 November 2015).

This Booklet has not been registered, filed with or approved by any New Zealand regulatory authority under the *Securities Act 1978* (New Zealand). This Booklet is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

The laws of some countries prohibit or make impracticable participation in the SPP by Shareholders not resident in Australia or New Zealand. Accordingly, the Company has determined that it is not practical for Shareholders who are not resident in Australia or New Zealand to participate in the SPP. The SPP does not constitute an offer of Shares for sale in any jurisdiction other than Australia or New Zealand.

You are not eligible to participate in the SPP if you are a U.S. Person or acting for the account or benefit of a U.S. Person.

B. Key dates for the SPP

Record Date	7:00 p.m. (Sydney time) on 4 November 2015
Opening Date	23 November 2015
Closing Date	5.00 p.m. (Sydney time) on 18 December 2015
Issue of SPP Shares	23 December 2015
SPP Shares commence trading on ASX	24 December 2015
Despatch of shareholding statements	29 December 2015

Please note, the dates set out above are indicative only and are subject to change without notice to you. Any change in the timetable does not affect any rights or obligations you have as a result of accepting the SPP.

C. Key SPP information

You should read this section in conjunction with the terms and conditions of the SPP set out in section D, below.

1 What is the SPP?	<p>The SPP is an opportunity for Eligible Shareholders to each subscribe for up to \$15,000 worth of SPP Shares without brokerage or other transaction costs.</p> <p>Eligible Shareholders may each apply for SPP Shares in parcels valued at a minimum of \$2,000 up to a maximum of \$15,000 (subject to discretionary scale back).</p>
2 Is participation in the SPP compulsory?	<p>No. Participation in the SPP is entirely voluntary.</p> <p>Before you decide whether to participate in the SPP, the Company recommends you seek independent financial advice from your stockbroker, accountant or other professional adviser.</p> <p>If you do not wish to participate in the SPP, do nothing.</p>
3 What is the Issue Price of the SPP Shares?	<p>SPP Shares will be offered at \$0.12 per SPP Share, being the price paid by investors under the Placement announced on 9 November 2015.</p> <p>There is a risk that the market price of Shares may rise or fall between the date of this Booklet and the time of issue of SPP Shares under the SPP. This means that the price you pay for the SPP Shares issued to you may be less than or more than the market price of Shares at the date of this Booklet or the time of issue.</p> <p>Your application for SPP Shares is unconditional and may not be withdrawn even if the market price of Shares is less than the Issue Price.</p>
4 Who is eligible to participate in the SPP?	<p>An Eligible Shareholder is a registered holder of Shares on the Record Date with a registered address in either Australia or New Zealand (provided that such Shareholder is not in the United States, or acting for the account or benefit of a person in the United States).</p> <p>The SPP is also being extended to Eligible Shareholders who are Custodians to participate in the SPP on behalf of Eligible Beneficiaries on the terms and conditions provided in this Booklet.</p>
5 Can my offer under the SPP be transferred to a third party?	<p>No. The SPP Offer is non-renounceable and cannot be transferred.</p>
6 How much can I invest under the SPP?	<p>Eligible Shareholders may apply for SPP Shares in parcels of Shares with a dollar value of between \$2,000 and \$15,000 (subject to discretionary scale back by the Company).</p> <p>The SPP Offer will be capped at \$600,000. Accordingly, if the SPP Offer is oversubscribed, the Company, in its absolute discretion, may scale-back applications for SPP Shares. If a scale-back takes place, you may receive less than the parcel of SPP Shares for which you applied.</p>

<p>7 How do I apply for SPP Shares?</p>	<p>If you wish to participate in the SPP, you need to do one of the following.</p> <p>Option 1: Pay by Cheque</p> <p>Please complete the enclosed Application Form and return it with your cheque made payable to “1st Available Ltd”, drawn on an Australian financial institution and crossed “Not Negotiable” as follows.</p> <p style="padding-left: 40px;">Mailing address: 1st Available Limited c/- Link Market Services Limited GPO Box 3560 Sydney NSW 2001</p> <p style="padding-left: 40px;">Hand delivery address: 1st Available Limited c/- Link Market Services Limited 1A Homebush Bay Drive Rhodes NSW 2138</p> <p>Your completed Application Form and cheque must be received by the Registry prior to the Closing Date.</p> <p>Option 2: Pay via BPAY®</p> <p>To pay via BPAY you will need to:</p> <ul style="list-style-type: none"> - be an account holder with an Australian financial institution; - use the personalised reference number shown on your Application Form which is required to identify your shareholding; and - ensure that your payment is received by the Registry before the Closing Date. Shareholders should be aware that their own financial institution may implement an earlier cut-off time for processing BPAY payments. <p>If you are paying via BPAY there is no need to return the Application Form but you will be taken to have made the statements and certifications that are set out in the Application Form.</p>
<p>8 What are the key dates for the SPP?</p>	<p>The key dates for the SPP are set out in section C, above.</p> <p>Please note, the dates set out above are indicative only and are subject to change without notice to you. Any change in the timetable does not affect any rights or obligations you have as a result of accepting the SPP.</p>
<p>9 What are the rights attached to SPP Shares issued under the SPP?</p>	<p>SPP Shares will rank equally with other Shares as at the date of issue.</p>

<p>10 What do I do if I am a Custodian?</p>	<p>The SPP is being extended to Eligible Shareholders who are Custodians and who wish to apply for SPP Shares on behalf of certain Eligible Beneficiaries.</p> <p>The SPP is being offered to Custodians as the registered Shareholder. Custodians are not required to participate on behalf of their Eligible Beneficiaries. Custodians may choose whether or not to extend the SPP to their Eligible Beneficiaries.</p> <p>If you wish to apply as a Custodian under the SPP to receive SPP Shares for one or more Eligible Beneficiaries, you must complete and submit an additional Custodian Certificate that contains further certifications and details (as required under the terms of ASIC Class Order 09/425) before your application will be accepted. Applications by Custodians that are not accompanied by a duly completed Custodian Certificate will be rejected.</p> <p>By applying as a Custodian on behalf of Eligible Beneficiaries to purchase SPP Shares, you certify (amongst other things) that each Eligible Beneficiary has not exceeded the \$15,000 limit.</p> <p>Each Custodian must not participate in the SPP on behalf of, and must not distribute this Booklet or any documents relating to this SPP to, any U.S. Person.</p>
<p>11 Where can I get more information on the SPP?</p>	<p>If you have any questions in relation to how to participate in the SPP, please contact the Registry on 1300 554 474 (callers within Australia) or +61 1300 554 474 (callers outside Australia) or consult your financial or other professional adviser. If you have any questions in relation to whether an investment in the Company through the SPP is appropriate for you, please contact your stockbroker, accountant or other professional adviser.</p>
<p>12 What costs are associated with the SPP?</p>	<p>There are no brokerage, commissions or other transaction costs payable by Eligible Shareholders in relation to the application for and the issue of, SPP Shares.</p>

D. Terms and conditions of the SPP

Important Notice: If you participate in the SPP by completing and returning the Application Form or by making a payment by BPAY, you are accepting the risk that the market price of Shares may change between the Record Date, the date on which you send in the Application Form or make a payment by BPAY and the Issue Date. This means that, up to and/or after the Issue Date, you may be able to buy Shares on the ASX at a lower price than the Issue Price.

Please read these terms and conditions carefully, as you will be bound by them in participating in the SPP. Shareholders accepting the SPP Offer will also be bound by the constitution of the Company.

The key dates set out in section B, above, and the key SPP information set out section C, above, form part of these terms and conditions. Capitalised terms have the meaning provided in the glossary set out in section E, below, unless the context requires otherwise.

1 Offer

- (a) The Company offers each Eligible Shareholder the opportunity to purchase up to \$15,000 worth of SPP Shares under the SPP subject to and in accordance with these terms and conditions.
- (b) The SPP Offer will open on the Opening Date and close on the Closing Date.
- (c) If you choose not to participate in the SPP, your right to participate lapses on the Closing Date (or such other date as the Company determines).
- (d) The SPP Offer to each Eligible Shareholder (whether as a Custodian or on its own account) is made on the same terms and conditions.
- (e) The SPP Offer is non-renounceable and non-transferable and, therefore, Eligible Shareholders cannot transfer their right to purchase SPP Shares to a third party.
- (f) All references to \$ or dollars in these terms and conditions are references to Australian dollars unless otherwise indicated.

2 Eligible Shareholders

- (a) You are eligible to participate in the SPP Offer if you:
 - (i) were registered on the Register as a Shareholder on the Record Date;
 - (ii) have a registered address in either Australia or New Zealand at that time; and
 - (iii) are not in the United States, a U.S. Person and are not acting for the account or benefit of a person in the United States or a US Person.
- (b) The SPP Offer is not made to Shareholders with a registered address outside of Australia or New Zealand.

3 Joint holders/Custodians

- (a) If two or more persons are registered on the Register as jointly holding Shares, they are taken to be a single registered holder of Shares for the purposes of determining whether they are an Eligible Shareholder and a certification given by any of them is taken to be a certification given by all of them.
- (b) Subject to these terms and conditions, Eligible Shareholders who are Custodians may participate in the SPP on behalf of each Eligible Beneficiary on whose behalf the Custodian is holding Shares.

4 Applications for SPP Share

- (a) Eligible Shareholders may apply for SPP Shares in parcels of Shares with a dollar value of between \$2,000 and \$15,000 (subject to discretionary scale-back by the Company as described in clause 9).

- (b) No brokerage or other transaction costs will apply to the acquisition of SPP Shares.
- (c) Eligible Shareholders who wish to apply for SPP Shares must either:
 - (i) complete the enclosed Application Form and forward it with a cheque drawn on an Australian financial institution made payable to “1st Available Ltd” and crossed “Not Negotiable” in the enclosed business reply envelope so that it is received prior to the Closing Date; or
 - (ii) make a payment via BPAY in accordance with the instructions on the Application Form so that it is received prior to the Closing Date.
- (d) Eligible Shareholders who receive more than one offer under the SPP (for example, because they hold Shares in more than one capacity or in different registered holdings) may apply on different Application Forms for SPP Shares but may not apply for SPP Shares with an aggregate value of more than \$15,000.
- (e) If you wish to subscribe for SPP Shares as a Custodian for one or more Eligible Beneficiaries, you must also complete and submit an additional Custodian Certificate that contains further certifications and details (required under the terms of ASIC Class Order 09/425) before your application will be accepted. Applications by Custodians that are not accompanied by a duly completed Custodian Certificate will be rejected.
- (f) The Company, its officers and agents, may accept or reject your application for SPP Shares at its discretion including, without limit, if:
 - (i) your application does not comply with these terms and conditions;
 - (ii) it appears you are not an Eligible Shareholder;
 - (iii) your Application Form and cheque or BPAY payment is not received by the Registry by the Closing Date;
 - (iv) if paying by cheque, your Application Form is incomplete or incorrectly completed or is otherwise determined by the Company to be invalid;
 - (v) your cheque is dishonoured or has been incorrectly completed;
 - (vi) it appears that you are applying to purchase more than \$15,000 worth of SPP Shares in aggregate (including as a result of Shares you hold directly, jointly or through a custodian or nominee arrangement); or
 - (vii) payment of the application monies is not submitted in Australian currency or, if payment is made by cheque, the cheque is not drawn on an Australian financial institution.
- (g) If you are entitled to a refund of all or any of your application monies, the refund will be paid to you, without interest, as soon as is practicable, by direct credit or cheque to your address shown on the Register.

5 Issue Price

- (a) The Issue Price per SPP Share will be \$0.12 per SPP Share being the price paid by the investor under the Placement announced on 9 November 2015.
- (b) The current Share price can be obtained from the ASX and is listed in the financial and business section of major daily newspapers circulating in Australia.
- (c) You agree to pay the Issue Price per SPP Share for the number of SPP Shares you have applied for or, if there is a scale-back, the number of SPP Shares calculated under clause 9.

6 Number of SPP Shares to be issued

- (a) If you apply for SPP Shares, you will apply for a certain value, rather than a certain number, of SPP Shares. If your application is accepted, the Company will divide the value of your application monies by the Issue Price in order to determine the number of SPP Shares that, subject to scale-back, will be issued to you.
- (b) If this calculation produces a fractional number, the number of SPP Shares issued will be rounded down to the nearest whole SPP Share (refer to clause 9 for more information on rounding).

7 Issue

- (a) SPP Shares will be issued on the Issue Date.
- (b) SPP Shares will rank equally with existing Shares as at the Issue Date.
- (c) The Company will apply to ASX for the quotation of SPP Shares. It is anticipated that SPP Shares will be quoted on or shortly after the Issue Date.
- (d) The Registry will send you a holding statement, confirming the number of SPP Shares issued to you.

8 Acknowledgements

- (a) By returning an Application Form with a cheque or making a payment via BPAY, you:
 - (i) irrevocably and unconditionally agree to the terms and conditions of the SPP and the terms and conditions of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the SPP;
 - (ii) warrant that all details and statements in your application are true and complete and not misleading;
 - (iii) agree that your application will be irrevocable and unconditional (that is, it cannot be withdrawn);
 - (iv) warrant that you are an Eligible Shareholder and are eligible to participate in the SPP;
 - (v) acknowledge that no interest will be paid on any application monies held pending the issue of SPP Shares or subsequently refunded to you for any reason;
 - (vi) acknowledge that the Company, its officers and agents are not liable for any consequences of the exercise or non-exercise of its discretions referred to in these terms and conditions;
 - (vii) acknowledge and agree that:
 - (A) you are not in the United States and are not acting for the account or benefit of a person in the United States;
 - (B) the SPP Shares have not been, and will not be, registered under the Securities Act or the securities laws of any state or other jurisdiction of the United States, and accordingly, the SPP Shares may not be offered, sold or otherwise transferred without registration under the Securities Act or unless the SPP Shares are offered, sold or otherwise transferred in a transaction exempt from, or not subject to, the registration requirements of the Securities Act, and any other applicable securities laws;

- (C) you have not, and will not, send this Booklet or any materials relating to the SPP to any person in the United States
 - (D) if in the future you decide to sell or otherwise transfer the SPP Shares, you will only do so in the regular way for transactions on the ASX where neither you nor any person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a person in the United States; and
 - (E) if you are acting as a trustee, nominee or Custodian, each beneficial holder on whose behalf you are participating is resident in Australia or New Zealand, and you have not sent this Booklet, or any materials relating to the SPP to any person outside Australia and New Zealand;
- (viii) if you are applying on your own behalf (and not as a Custodian) acknowledge and agree that:
- (A) you are not applying for SPP Shares with an application price of more than \$15,000 under the SPP (including by instructing a Custodian to acquire SPP Shares on your behalf under the SPP);
 - (B) the total of the application price for the following does not exceed \$15,000:
 - (C) the SPP Shares the subject of the application;
 - (D) any other Shares issued to you under the SPP or any similar arrangement in the 12 months before the application;
 - (E) any other SPP Shares which you have instructed a Custodian to acquire on your behalf under the SPP; and
 - (F) any other Shares issued to a Custodian in the 12 months before the application as a result of an instruction given by you to the Custodian to apply for Shares on your behalf under an arrangement similar to the SPP;
- (ix) if you are a Custodian and are applying on behalf of an Eligible Beneficiary on whose behalf you hold Shares, acknowledge and agree that:
- (A) you are a Custodian (as that term is defined in ASIC Class Order 09/425);
 - (B) you held Shares on behalf of the Eligible Beneficiary as at the Record Date who has instructed you to apply for SPP Shares on their behalf under the SPP and that that Eligible Beneficiary has been given a copy of this Booklet;
 - (C) you are not applying for SPP Shares on behalf of any Eligible Beneficiary with an application price of more than \$15,000 under the SPP; and
 - (D) the information in the Custodian Certificate submitted with your Application Form is true, correct and not misleading;
- (x) accept the risk associated with any refund that may be dispatched to you by direct credit or cheque to your address shown on the Register;
- (xi) are responsible for any dishonour fees or other costs the Company may incur in presenting a cheque for payment which is dishonoured;
- (xii) agree to be bound by the constitution of the Company (as amended and as it may be amended from time to time in the future);

- (b) acknowledge that none of the Company, its advisers or agents, has provided you with any financial product or investment advice or taxation advice in relation to the SPP, or has any obligation to provide such advice;
- (c) you authorise the Company, and its officers and agents, to do anything on your behalf necessary for SPP Shares to be issued to you in accordance with these terms and conditions;
- (d) you acknowledge that the Company may at any time irrevocably determine that your application is valid, in accordance with the terms and conditions of the SPP, even if the Application Form is incomplete, contains errors or is otherwise defective; and
- (e) you authorise the Company, and its officers and agents, to correct minor or easily rectified errors in, or omissions from, your Application Form and to complete the Application Form by the insertion of any missing minor detail.

9 Scale-back

- (a) The SPP Offer will be capped at \$600,000. Accordingly, if the SPP Offer is oversubscribed, the Company may in its discretion undertake a scale-back of applications for SPP Shares to the extent and in the manner it sees fit.
- (b) If there is a scale-back, you may receive less than the parcel of SPP Shares for which you have applied.
- (c) If a scale-back produces a fractional number of SPP Shares when applied to your parcel, the number of SPP Shares you will be allotted will be rounded down to the nearest whole number of SPP Shares. Unless the Company exercises its right to scale-back applications or refunds amounts by reason of not receiving one of the amounts designated on the Application Form (in which cases it will return any excess application money to you by cheque), the Company will retain any excess application money and pay such amount as a donation to a charity nominated by the Company.

10 Dispute resolution

- (a) The Company may settle, in any manner it deems, any difficulties, anomalies, or disputes which may arise in connection with the operation of the SPP whether generally or in relation to any participant or any application for SPP Shares, and its decision shall be conclusive and binding on all participants and other persons to whom the determination relates.
- (b) The powers of the Company under these terms and conditions may be exercised by the Directors or any delegate or representative of the Directors.

11 Variation and termination

- (a) The Company reserves the right at any time to:
 - (i) amend or vary these terms and conditions;
 - (ii) waive strict compliance with any provision of these terms and conditions;
 - (iii) withdraw the SPP Offer or suspend or terminate the SPP;
 - (iv) vary the timetable for the SPP, including the Closing Date; and
 - (v) not accept an application, not issue SPP Shares or issue SPP Shares to a value less than that applied for under the SPP by an Eligible Shareholder (including a Custodian applying on behalf of its Eligible Beneficiaries).
- (b) In the event that the SPP is withdrawn or terminated all application monies will be refunded. No interest will be paid on any money returned to you.

12 Privacy policy

- (a) Chapter 2C of the Corporations Act requires information about you as a shareholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. This information must continue to be included in the public register if you cease to be a shareholder. The *Privacy Amendment (Private Sector) Act 2000* does not alter these statutory obligations.
- (b) The Company and the Registry may collect personal information to process your application, implement the SPP and administer your Shareholding. The personal information contained in the Register is also used to facilitate payments and corporate communications (including financial results, annual reports and other information to be communicated to Shareholders) and to ensure compliance with legal and regulatory requirements, including Australian taxation laws and the Corporations Act.
- (c) Your personal information may be disclosed to joint investors, the Registry, to securities brokers, to third party service providers, including print and mail service providers, technology providers and professional advisers, to related entities of the Company and its agents and contractors, and to ASX and other regulatory authorities, and in any case, where disclosure is required or allowed by law (which may include disclosures to the Australian Taxation Office and other government or regulatory bodies or where you have consented to the disclosure). In some cases, the types of organisations referred to above to whom your personal information may be disclosed may be located overseas.
- (d) The Registry's privacy policy is available on its website: www.linkmarketservices.com.au.

13 Underwriting

- (a) The SPP is not underwritten.

14 Governing law

- (a) These terms and conditions are governed by the laws in force in New South Wales.
- (b) Any dispute arising out of, or in connection with, these terms and conditions, or the SPP Offer, will be determined by the courts of New South Wales.
- (c) By accepting the SPP Offer, you agree to submit to the non-exclusive jurisdiction of the courts in New South Wales.
- (d) Other terms and conditions, rights and obligations of SPP Shares are contained in the constitution of the Company.
- (e) The terms and conditions of the SPP prevail to the extent of any inconsistency with the Application Form.

E. Glossary

In this Booklet, the following capitalised terms have the following meanings (unless the context requires otherwise).

Application Form	your personalised application form enclosed with this Booklet.
ASIC	Australian Securities & Investments Commission.
ASX	ASX Limited ACN 008 624 691 or the market operated by it as the context requires.
Beneficiary	either or both of the following: <ul style="list-style-type: none">• one or more persons on whose behalf a Custodian holds Shares; and/or• another custodian (a downstream custodian) on whose behalf a Custodian holds Shares where the downstream custodian holds the beneficial interests in the Shares on behalf of one or more persons.
Booklet	this SPP offer booklet.
Closing Date	5:00pm (Sydney time) on 18 December 2015, or such other date as the Company determines.
Company	1st Available Ltd ACN 138 897 533.
Corporations Act	the Corporations Act 2001 (Cth).
Custodian	a custodian as defined in paragraph 14 of ASIC Class Order 09/425.
Custodian Certificate	a certificate complying with paragraph 9 of ASIC Class Order 09/425.
Director	a director of the Company.
Eligible Beneficiary	a Beneficiary of a Custodian with a registered address in either Australia or New Zealand as at the Record Date, provided that such Beneficiary is not in the United States.
Eligible Shareholder	a Shareholder who is a registered holder of Shares on the Record Date with a registered address in either Australia or New Zealand, provided that such Shareholder is not in the United States or acting for the account or benefit of a person in the United States.
Issue Date	23 December 2015, or such other date as the Company determines.
Issue Price	\$0.12, being the price per SPP Share.
Offer Period	the period commencing on the Opening Date and ending on the Closing Date
Opening Date	23 November 2015.

Placement	the placement of new Shares to a sophisticated private investor, raising \$1.2 million, announced on 9 November 2015.
Record Date	7.00pm (Sydney time) on 4 November 2015.
Register	the register of Shareholders.
Registry	LINK Market Services Limited.
Securities Act	the United States Securities Act of 1933, as amended.
Share	a fully paid ordinary share in the Company.
Shareholder	a registered holder of a Share.
SPP	the share purchase plan offer made to Eligible Shareholders under this Booklet.
SPP Offer	the offer for Eligible Shareholders to purchase up to \$15,000 worth of SPP Shares under the SPP on the terms set out in this Booklet.
SPP Shares	the new Shares offered under the SPP.
U.S. Person	a “U.S. Person” as defined in Regulation S under the Securities Act.

E. Corporate directory

Company

1st Available Ltd
Level 2
2C, 2-12 Foveaux Street
Surry Hills NSW 2010

www.1stavailable.com.au

Registry

Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

www.linkmarketservices.com.au

Legal Adviser

Whittens & McKeough Pty Ltd
Level 5
137-139 Bathurst Street
Sydney NSW 2000

www.whittens.com.au

SRN/HIN:

Entitlement Number:

Record Date: 4 November 2015

Offer Opens: 23 November 2015

Issue Price per Share: A\$0.12

Offer Closes 5:00pm (AEDT):	18 December 2015
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SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP Terms and Conditions accompanying this form.
- Decide on the amount you wish to apply for.
- Pay for the Shares in accordance with the instructions outlined in the Terms and Conditions Booklet and further important instructions on the reverse of this form.
 - Option 1: Paying by BPAY®.
 - Option 2: Paying by Cheque, Bank Draft or Money Order.
- Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do **NOT** need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Registry by BPAY® by 5:00pm (AEDT) on 18 December 2015. By paying by BPAY®, you will be deemed to have completed an Application Form for the number of Shares the subject of your Application Payment.

If you make a payment by BPAY® and 1st Available Limited receives an amount which is not between 16,666 Shares (A\$2,000) and 125,000 Shares (A\$15,000). 1st Available Limited will round down the number of Shares applied for to the maximum number of Shares you can apply for. Your payment must be for a minimum of 16,666 Shares (A\$2,000).



Billers Code: 889113

Ref:

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account.
More info: www.bpay.com.au

® Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application Payment.

- Complete the number of Shares you wish to apply for at the Issue Price of A\$0.12 per Share.
- Enter your cheque, bank draft or money order details. The amount of your Application Payment should be equal to the amount applied for in section A of the Acceptance Slip multiplied by the Issue Price of A\$0.12 per Share. Cheques, bank drafts or money orders must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "1st Available Limited" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to your application amount 1st Available Limited will round down the number of Shares that you are applying for equal to your payment. Your payment must be for a minimum of 16,666 Shares (A\$2,000) and maximum of 125,000 Shares (A\$15,000).
- Enter your contact telephone number at which we may contact you regarding your application for Shares, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.

Please detach and enclose with payment



SRN/HIN:

Entitlement Number:



A I/We wish to purchase a parcel of Shares to the value of

B Payment amount
(Multiply the number in section A by A\$0.12)

A\$

C Make your cheque, bank draft or money order payable to "1st Available Limited" and crossed "Not Negotiable"

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	A\$ <input type="text"/> . 00

D Telephone Number – Business Hours Telephone Number – After Hours Contact Name

<input type="text"/>	<input type="text"/>	<input type="text"/>
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IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP Terms and Conditions and this Important Information, before you make the Application Payment by BPAY® or you submit your Acceptance Slip with your Application Payment.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Class Order [CO 09/425] you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting the 1st Available Limited SPP Offer Information Line. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application Payment paid by you for:
 - the parcel of New Shares indicated on this Application Form or BPAY® payment; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY® does not exceed A\$15,000.
7. 1st Available Limited reserves the right to make amendments to this Application Form where appropriate.
8. Applicants are not assured of receiving the Shares for which they have applied as 1st Available Limited may scaleback applications in its discretion.

SAMPLE

How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia.

Acceptance Slip and the payment for New Shares must be received by the Registry no later than the closing date shown overleaf. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the offer.

Mailing Address

1st Available Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

or

Hand Delivery

1st Available Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138 **(Please do not use this address for mailing purposes)**

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 5:00pm (AEDT) on 18 December 2015. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. 1st Available Limited reserves the right not to process any Acceptance Slips and Application Payments received after the Closing Date.

If you require information on how to complete this Acceptance Slip please contact the 1st Available Limited SPP Offer Information Line on 1300 554 474 if calling within Australia or +61 1300 554 474 if calling from outside of Australia.