

25 October 2017

ASX Release - Pro-Rata Underwritten Non-Renounceable Rights Issue

Urbanise.com Limited (**Urbanise**) (ASX: **UBN**) announces that it is undertaking a pro-rata underwritten non-renounceable Rights Issue (**Offer** or **Rights Issue**).

Key highlights of the Rights Issue:

- **underwritten non-renounceable Rights Issue to raise \$7,077,754;**
- **Rights Issue on a 1:2 basis at an issue price of \$0.04 per share;**
- **the Offer is underwritten by Argosy Capital Limited (Argosy) and KTM Capital Pty Ltd (KTM);**
- **UBN will appoint KTM as nominee as approved by ASIC on 11 October 2017 to take up the pro-rata entitlements which would otherwise have been offered to foreign shareholders;**
- **shareholders who subscribe for their full entitlement may apply for more new shares under a shortfall facility;**
- **funds raised from the Offer will be used to fund current headcount, primarily in business development, marketing, product development and to provide working capital to support current and future orders for products.**

The Rights Issue will raise approximately \$7.077 million before costs and the new shares will rank equally with shares currently on issue. All shareholders are encouraged to take part in the Rights Issue. The Rights Issue is fully underwritten by Argosy and KTM.

UBN will appoint KTM as a nominee for the purposes of section 615 of the Corporations Act 2001 (Cth) (**Corporations Act**) and ASX Listing Rule 7.7 to take up the pro-rata entitlements which would otherwise have been offered to foreign shareholders. ASIC has approved the appointment of KTM as the nominee on 11 October 2017. KTM will sell the shares issued to it on taking up those entitlements in the capacity as the nominee. The proceeds of the sale, net of expenses, (if any) will be distributed to each of the foreign shareholders in proportion to their entitlement.

Shareholders can apply for additional new shares in excess of their entitlements not taken up under a shortfall facility. UBN will only issue up to the aggregate number of new shares that are offered under the Offer, being 176,943,850 Shares, therefore it may be necessary to scale-back Applications for additional shares if all applications exceed this number.

The Offer Document including an Entitlement and Acceptance Form will be mailed to shareholders on **14 November 2017**.

Indicative timetable

EVENT	DATE
Announcement of the Offer	25 October 2017
Lodgement of the following documents with ASX: <ul style="list-style-type: none"> an Appendix 3B; this Offer Document; and a cleansing notice under section 708AA(2)(f) of the Corporations Act. 	Before 9.30am (Sydney time) 25 October 2017
Notice sent to Shareholders containing ASX Appendix 3B details and indicative timetable	30 October 2017
“Ex” date where the Company’s existing shares will commence trading without the entitlement to participate in the Offer	8 November 2017
Record date to determine Entitlements under the Offer	5.00pm (Sydney time) 9 November 2017
Offer Document and personalised Entitlement and Acceptance forms despatched to Eligible Shareholders	14 November 2017
Opening Date for the Rights Issue	15 November 2017
Last day to extend Rights Issue Closing Date	23 November 2017
Closing Date for the Rights Issue	28 November 2017
Shares quoted on a deferred settlement basis	29 November 2017
ASX notified of under subscriptions	30 November 2017
New Shares for which valid applications have been received and accepted by the Company will be issued	5 December 2017
Deferred settlement trading ends	5 December 2017
Normal trading of New Shares on ASX expected to commence	6 December 2017
Mail out of holding statements for the New Shares	6 December 2017

*Dates and times are indicative only and subject to change without notice.

*Detailed information regarding the Rights Issue will be sent to shareholders in accordance with the timetable above.

Ends

For more information, contact:

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