

31 May 2019

Ms Sandra Wutete

Senior Adviser, Listings Compliance (Perth)
ASX Compliance Pty Ltd
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

By email: Sandra.Wutete@asx.com.au

Dear Sandra

AF Legal Group Ltd ACN 063 366 487 – Pre-Quotation Disclosure Letter

We refer to the letter from the ASX dated 22 May 2019, and provide the following information by way of pre-quotation disclosure:

1. As at reinstatement, the Company confirms that 16,680,000 fully paid ordinary shares are subject to the following voluntary escrow arrangements:
 - a. 10,875,000 shares escrowed for a period of 24 months from the date of issue; and
 - b. 5,805,000 shares escrowed for a period of 12 months from the date of issue.
2. As at reinstatement, the Company confirms that its capital structure will comprise only of 60,097,008 fully paid ordinary shares.
3. The Company confirms that the offers under the prospectus dated 26 March 2019 (**Prospectus**) have closed. In addition, as noted in the Company's announcement dated 30 May 2019, the Company confirms the completion of the issue of 29,562,470 fully paid ordinary shares at an issue price of \$0.20 per share under the Public Offer.
4. The Company confirms that all conditions precedent to the agreement between the Company and the Vendor pursuant to which the Company will acquire 100% of the issued capital of AF Legal have been satisfied, and accordingly, the transaction pursuant to the Share Purchase Deed has completed.
5. The Company confirms that all Consideration Shares have been issued, as set out in the Appendix 3B dated 30 May 2019.

6. The Company confirms that there have been no material subsequent events to alter the Company's consolidated pro-forma statement of financial position as detailed in the Prospectus.
7. The Company confirms that it is in compliance with the ASX Listing Rules, and in particular, ASX Listing Rule 3.1.

If you have any questions, please do not hesitate to contact the undersigned on (02) 8072 1400.

Yours faithfully

A handwritten signature in dark ink, appearing to read 'Alistair McKeough'.

Alistair McKeough
Company Secretary