QED Occtech Limited

27 August 2010

The Manager
Australian Stock Exchange Limited ("ASX")
Company Announcements Office

Dear Sir

Completion of TSI Transaction

The Directors of QED Occtech Limited are pleased to advise that the Company has completed the acquisition of Transaction Solutions International PLC ("TSI"). Following shareholder approval granted at a meeting held on 19 August 2010, QED Occtech Limited completed the acquisition of all of the remaining shares in TSI that it did not already own.

The Company has issued 1,026,185,807 new shares to the TSI vendors and issued 162,800,000 converting notes to the TSI note holders in exchange for their securities.

An appendix 3B for the issue of these securities follows.

About TSI
Operational in India since 2006, TSI's core business is the deployment of ATMs on behalf of major banks in India. They provide value to banks by offering expertise in ATM outsourcing and services whereby, under contract TSI owns, installs and manages ATMs which are all bank branded. TSI collects revenues on each ATM deployed, based on a fee per transaction. TSI's customer is the bank.

As well as addressing the Indian ATM market, TSI works with major utility companies providing automated bill payment solutions. India is seen as a market that is migrating from paper based to electronic transactions.

By owning, managing and operating its financial hardware and systems, in return for a fee per transaction, TSI is producing a highly scalable business model. Agreements are in place with major banks, utilities and corporates that forms TSI's customer base, and from whom TSI receives its revenues.

Yours faithfully

Phillip MacLeod
Company Secretary

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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

QED OCCTECH LIMITED

ABN

98 057 335 672

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1	+Class of +securities issued or to be issued	Ordinary shares Converting notes
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	1,026,185,807 Ordinary shares 162,800,000 Converting notes
3	Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)	Ordinary shares – fully paid Each converting note will automatically convert into a new fully paid ordinary share at the converting date of 14 August 2011. Each note has a face value of $0.0225 and a coupon rate of 3.5% payable by the issue of ordinary shares on conversion.

+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	Shares – Yes Converting noted – No. Shares issued on conversion of the notes will rank equally with existing shares on issue.
5	Issue price or consideration	Shares – issued on the acquisition of 50,426,821 shares in Transaction Solutions International PLC. Converting notes – issued on the exchange of 8,000,000 converting notes in Transaction Solutions International PLC.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	To acquire all the remaining shares in Transaction Solutions International PLC that the Company does not already own.
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	26 August 2010

8 Number and +class of all +securities quoted on ASX (*including* the securities in clause 2 if applicable)

Number	+Class
1,294,234,344	Ordinary shares

+ See chapter 19 for defined terms.

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (*including* the securities in clause 2 if applicable)	5,087,500	Options exercisable at \$0.045 each expiring 30 November 2011.
		5,087,500	Options exercisable at \$0.045 each expiring 30 November 2012.
		162,8000,000	Converting notes

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	

+ See chapter 19 for defined terms.

20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	
25	If the issue is contingent on +security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do +security holders sell their entitlements *in full* through a broker?	
31	How do +security holders sell *part* of their entitlements through a broker and accept for the balance?	

+ See chapter 19 for defined terms.

32	How do +security holders dispose of their entitlements (except by sale through a broker)?	
33	+Despatch date	

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(*tick one*)

(a) ☒ Securities described in Part 1

(b) ☐ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities 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

37 ☐ A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	
39	Class of +securities for which quotation is sought	
40	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another security, clearly identify that other security)	

		Number	+Class
42	Number and +class of all +securities quoted on ASX (*including* the securities in clause 38)		

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.

- There is no reason why those +securities should not be granted +quotation.

- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

  Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.

- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Phillip J MacLeod
Company secretary

Date: 27 August 2010

Print name: Phillip MacLeod

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