



10 JULY 2019

ASX ANNOUNCEMENT

## PRIVATE PLACEMENT AND APPENDIX 3B

Mobecom Limited ('Company') is pleased to advise that the second tranche of the capital raising as reported in the ASX announcement dated 24 April 2019 has been settled.

In total, 29,733,334 ordinary shares of the capital raising as reported in the ASX announcement dated 24 April 2019 have been settled. The Company is pursuing settlement of the remaining shares, being the balance of the capital raising (other than those shares proposed to be issued to Directors which are subject to shareholder approval), will be issued as soon as the remaining funds are received and an additional Appendix 3B will be released accordingly at the time of issue.

**Ends**

**For further information, contact:**

Ian Dunstan  
Acting Chief Executive Officer  
Mobecom Ltd  
T: +61 2 9922 6988  
E: i.dunstan@mobecom.co

### **About Mobecom Limited**

Mobecom Limited (ASX:MBM) is a full-stack customer engagement technology provider that delivers end-to-end technology solutions for businesses to engage with their customers. Its primary offering, airBux, is a digital currency platform that provides 'liquidity for loyalty' and is the Company's direct to consumer mobile application offering, with a cloud-based currency at its core. With mobile payment, ordering, booking and local offer capability; the airBux digital currency will be the gateway to a new digital lifestyle rewards program.

The Company's existing B2B offering provides its blue-chip customers based in Australia, Singapore, South Africa, the UK and Europe with technology solutions, built on its airBux proprietary technology, to deliver a complete end-to-end set of customer engagement technology requirements, including both back-end (databases) and front-end technology (design, mobile applications and websites). [www.mobecom.co](http://www.mobecom.co)

# 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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Mobecom Limited

ABN

47 125 688 940

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   | <ul style="list-style-type: none"> <li>a) Ordinary Shares</li> <li>b) Unlisted Options</li> </ul>  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | <ul style="list-style-type: none"> <li>a) 9,141,374 Ordinary Shares (Placement Shares).</li> <li>b) 2,500,000 Ordinary Shares.</li> <li>c) 2,947,135 Unlisted Options.</li> </ul>  |
| 3 | Principal terms of the +securities (e.g., 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) | <ul style="list-style-type: none"> <li>a) Fully paid Ordinary Shares with free attaching options. Options are subject to Shareholder approval (see Placement announcement dated 24 April 2019).</li> <li>b) Fully paid Ordinary Shares with free attaching options. The options are subject to Shareholder approval and will be issued on the same terms as those proposed to be granted to investors that participated in the Placement as referred to above.</li> <li>c) 2,947,135 Unlisted Options which expire 3 years from date of issue with an exercise price of \$0.05 per option. Vesting date: 3 September 2019 subject to satisfying Performance Criteria. These options are issued under the Company's Incentive Option Plan.</li> </ul> |

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>a) Yes, the shares will rank equally with existing ordinary fully paid shares.</p> <p>b) Yes, the shares will rank equally with existing ordinary fully paid shares.</p> <p>c) Shares issued upon exercise of options will rank equally with existing ordinary shares.</p>
<p>5 Issue price or consideration</p>	<p>a) 9,141,374 Ordinary Shares (Placement Shares) - \$0.075 per share.</p> <p>b) 2,500,000 Ordinary Shares at a deemed issue price of \$0.075 per share.</p> <p>c) 2,947,135 Unlisted Options with an exercise price of \$0.05 per option.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>a) The funds raised from the Placement will be used by Mobecom to complete the integration with recently announced partnerships, and to provide continued support for the rollout of the airBux technology, Paid by Coins, research, development and working capital.</p> <p>b) Shares issued to a consultant for their services provided in connection with the abovementioned Share Placement.</p> <p>c) Issue of unlisted options to the Acting CEO under the Company's Incentive Option Plan as approved by Shareholders on 1 May 2017.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>30 November 2018</p>

+ See chapter 19 for defined terms.

6c	Number of +securities issued without security holder approval under rule 7.1	11,641,374				
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil				
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil				
6f	Number of securities issued under an exception in rule 7.2	2,947,135 Unlisted Options under Incentive Option Plan (exception 9 rule 7.2).				
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15-day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	Not Applicable				
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not Applicable				
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	7.1: 484,888 7.1A: 12,280,386				
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	10 July 2019				
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>185,061,764</td> <td>Fully Paid Ordinary Shares</td> </tr> </tbody> </table>	Number	+Class	185,061,764	Fully Paid Ordinary Shares
Number	+Class					
185,061,764	Fully Paid Ordinary Shares					

9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)

Number	+Class
1,285,714	Fully paid ordinary shares issued 4 February 2016 subject to 24-month escrow from 17 October 2017
10,205	Fully paid ordinary shares issued 24 August 2016 subject to 24-month escrow from 17 October 2017
10,614	Fully paid ordinary shares issued subject to 24-month escrow from 17 October 2017
78,391,882	Fully paid ordinary shares issued subject to 24-month escrow from 17 October 2017
50,000	Unlisted Options issued on 21 February 2017 subject to 24-month escrow from 17 October 2017
65,000	Unlisted Options issued on 19 May 2017 subject to 24-month escrow from 17 October 2017
5,700,000	Unlisted Options issued on 11 October 2017 subject to 24-month escrow from 17 October 2017
4,980,499	Unlisted Options issued 11 October 2017 subject to 24-month escrow from 17 October 2017
4,346,768	Unlisted Options exercisable at \$0.26 (26 cents) on or before 31 December 2020, vest in three tranches, 1,434,432 on 1 Nov 2018, 1,434,432 on 1 July 2019 and 1,477,904 on 1 July 2020.
5,554,131	Unlisted Options exercisable at \$0.29 cents on or before 30 June 2020.

+ See chapter 19 for defined terms.

Number	+Class
576,618	Unlisted Options exercisable at \$0.26 (26 cents) each, exercisable on or before 31 December 2020. The options will vest in three tranches, 190,617 on 1 November 2018, 190,617 on 1 July 2019 and 195,384 on 1 July 2020.
2,400,000	Unlisted Options with an exercise price of Nil consideration, exercisable on or before 22 August 2020 subject to escrow from the date of issue until 1 August 2019. The options will vest immediately.
636,545	Unlisted Options with an exercise price of \$0.26 (26 cents) each, exercisable on or before 17 December 2021. The options will vest in three tranches, 211,393 on 1 July 2019, 211,393 on 1 July 2020 and 213,759 on 1 July 2021.
1,600,000	Unlisted Options with an exercise price of \$Nil.
2,947,135	Unlisted Options with an exercise price of \$0.05 and vest on 3 September 2019 subject to satisfying Performance Criteria.

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?	Not applicable
12	Is the issue renounceable or non-renounceable?	Not applicable
13	Ratio in which the +securities will be offered	Not applicable
14	+Class of +securities to which the offer relates	Not applicable
15	+Record date to determine entitlements	Not applicable
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Not applicable
18	Names of countries in which the entity has +security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not applicable
19	Closing date for receipt of acceptances or renunciations	Not applicable
20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable

---

+ See chapter 19 for defined terms.

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	Not applicable
25	If the issue is contingent on +security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Not applicable
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	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	Not applicable
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	Not applicable
33	+Despatch date	Not applicable

### 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

#### 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

---

+ See chapter 19 for defined terms.

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)

--

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

Number	+Class

## 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:   
Company Secretary

Date: 10 July 2019

Print name: Anne Adaley

---

+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>																			
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>																			
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	178,097,817																		
<p><b>Add</b> the following:</p> <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12-month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Date issued</th> <th style="text-align: center;">Approved by shareholders</th> <th style="text-align: center;">Number of Ordinary shares</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">22 Aug 2018</td> <td style="text-align: center;">EGM 31 July 2018</td> <td style="text-align: center;">312,500</td> </tr> <tr> <td style="text-align: center;">17 Dec 2018</td> <td style="text-align: center;">AGM 30 Nov 2018</td> <td style="text-align: center;">3,055,927</td> </tr> <tr> <td style="text-align: center;">17 Dec 2018</td> <td style="text-align: center;">EGM 3 April 2018</td> <td style="text-align: center;">35,294,118</td> </tr> <tr> <td style="text-align: center;">15 Feb 2019</td> <td style="text-align: center;">EGM 3 April 2018</td> <td style="text-align: center;">5,500,000</td> </tr> <tr> <td colspan="2" style="text-align: center;">Total</td> <td style="text-align: center;">44,162,545</td> </tr> </tbody> </table>	Date issued	Approved by shareholders	Number of Ordinary shares	22 Aug 2018	EGM 31 July 2018	312,500	17 Dec 2018	AGM 30 Nov 2018	3,055,927	17 Dec 2018	EGM 3 April 2018	35,294,118	15 Feb 2019	EGM 3 April 2018	5,500,000	Total		44,162,545
Date issued	Approved by shareholders	Number of Ordinary shares																	
22 Aug 2018	EGM 31 July 2018	312,500																	
17 Dec 2018	AGM 30 Nov 2018	3,055,927																	
17 Dec 2018	EGM 3 April 2018	35,294,118																	
15 Feb 2019	EGM 3 April 2018	5,500,000																	
Total		44,162,545																	
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12-month period	Nil																		
<b>“A”</b>	222,260,362																		

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>																						
“B”	0.15 <i>[Note: this value cannot be changed]</i>																					
<b>Multiply</b> “A” by 0.15	33,339,054																					
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>																						
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>Under an exception in rule 7.2</li> <li>Under rule 7.1A</li> <li>With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><b>Note:</b></p> <ul style="list-style-type: none"> <li><i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li><i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li><i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<table border="1"> <thead> <tr> <th>Date issued</th> <th>Details</th> <th>Number of Ordinary shares</th> </tr> </thead> <tbody> <tr> <td>17 Dec 2018</td> <td>Ordinary Shares</td> <td>320,832</td> </tr> <tr> <td>08 May 2019</td> <td>Ordinary Shares</td> <td>20,591,960</td> </tr> <tr> <td>10 July 2019</td> <td>Ordinary Shares</td> <td>9,141,374*</td> </tr> <tr> <td>10 July 2019</td> <td>Ordinary Shares</td> <td>2,500,000*</td> </tr> <tr> <td colspan="2">Unlisted Options agreed to be issued</td> <td>300,000</td> </tr> <tr> <td colspan="2"><b>Total</b></td> <td><b>32,854,166</b></td> </tr> </tbody> </table>	Date issued	Details	Number of Ordinary shares	17 Dec 2018	Ordinary Shares	320,832	08 May 2019	Ordinary Shares	20,591,960	10 July 2019	Ordinary Shares	9,141,374*	10 July 2019	Ordinary Shares	2,500,000*	Unlisted Options agreed to be issued		300,000	<b>Total</b>		<b>32,854,166</b>
	Date issued	Details	Number of Ordinary shares																			
	17 Dec 2018	Ordinary Shares	320,832																			
	08 May 2019	Ordinary Shares	20,591,960																			
	10 July 2019	Ordinary Shares	9,141,374*																			
	10 July 2019	Ordinary Shares	2,500,000*																			
	Unlisted Options agreed to be issued		300,000																			
	<b>Total</b>		<b>32,854,166</b>																			
*The subject of the Appendix 3B to which this form is attached.																						
“C”	32,854,166																					
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>																						
“A” x 0.15  <i>Note: number must be same as shown in Step 2</i>	33,339,054																					
<b>Subtract</b> “C”  <i>Note: number must be same as shown in Step 3</i>	32,854,166																					
<b>Total</b> [“A” x 0.15] – “C”	484,888 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>																					

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>										
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>										
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	222,260,362									
<b>Step 2: Calculate 10% of “A”</b>										
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>									
<b>Multiply “A” by 0.10</b>	22,226,036									
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>										
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A</p> <p><b>Notes:</b></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Date issued</th> <th style="text-align: center;">Details</th> <th style="text-align: center;">Number of Ordinary shares</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">10 May 2019</td> <td style="text-align: center;">Ordinary Shares</td> <td style="text-align: center;">9,945,650</td> </tr> <tr> <td colspan="2" style="text-align: center;"><b>Total</b></td> <td style="text-align: center;"><b>9,945,650</b></td> </tr> </tbody> </table>	Date issued	Details	Number of Ordinary shares	10 May 2019	Ordinary Shares	9,945,650	<b>Total</b>		<b>9,945,650</b>
Date issued	Details	Number of Ordinary shares								
10 May 2019	Ordinary Shares	9,945,650								
<b>Total</b>		<b>9,945,650</b>								
<b>“E”</b>	9,945,650									

+ See chapter 19 for defined terms.

<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
"A" x 0.10  <i>Note: number must be same as shown in Step 2</i>	22,226,036
<b>Subtract "E"</b>  <i>Note: number must be same as shown in Step 3</i>	9,945,650
<b>Total</b> ["A" x 0.10] – "E"	12,280,386  <i>Note: this is the remaining placement capacity under rule 7.1A</i>

---

+ See chapter 19 for defined terms.