

TZ Limited  
APN 26 073 079 272



17 November 2010

Lodged by Facsimile: 1300 135 638

The Manager  
Company Announcements Office  
ASX Ltd.  
Level 4, 20 Bridge Street  
Sydney, NSW 2000

Dear Sir

### **FULLY UNDERWRITTEN RENOUNCEABLE RIGHTS ISSUE**

Shareholders may have noticed that TZL's shares commenced trading ex as from today, 17 November 2010. The prospectus for the proposed rights issue that was lodged on 16 November 2010 contemplated that TZL's shares were to commence trading ex as from Thursday, 18 November 2010, with a record date for the rights issue of 24 November 2010.

As trading in TZL's shares has gone ex as from 17 November 2010, the applicable record date applying to the rights issue will be 23 November 2010.

As updated Appendix 3B is attached reflecting this change.

A replacement prospectus replacing the prospectus lodged on 16 November 2010 will be lodged later today. The replacement prospectus will be the disclosure document that is despatched to shareholders in place of the prospectus lodged on 16 November 2010.

### **TZ LIMITED**

A handwritten signature in black ink, appearing to read 'Ken', with a large, stylized loop at the top.

Kenneth Ting  
Executive Director and Company Secretary

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

TZ LIMITED

ABN

26 073 979 272

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                                                                                                                                                                           |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued                                                                                                                                                | 28,068,306 (as it is expected that the 8,091,446 placement shares announced to be issued by the Company on 10 November 2010 will be issued prior to the record date for the rights issue) |
| 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) | Same terms as existing ordinary shares.                                                                                                                                                   |

| <p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>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>Yes</p> <p>Not applicable</p>                                                                                                                                                                                                                                                                                                                                                                                                                           |        |                    |             |                                                                                                                                                                         |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|--------------------|-------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>5 Issue price or consideration</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <p>35 cents per new share</p>                                                                                                                                                                                                                                                                                                                                                                                                                              |        |                    |             |                                                                                                                                                                         |
| <p>6 Purpose of the issue<br/>(If issued as consideration for the acquisition of assets, clearly identify those assets)</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <p>To raise additional working capital to enable the Company to meet stock requirements and to hire additional staff.</p>                                                                                                                                                                                                                                                                                                                                  |        |                    |             |                                                                                                                                                                         |
| <p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <p>According to the current rights issue timetable expected to be 21 December 2010</p>                                                                                                                                                                                                                                                                                                                                                                     |        |                    |             |                                                                                                                                                                         |
| <p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <table border="1"> <thead> <tr> <th data-bbox="696 1373 998 1420">Number</th><th data-bbox="998 1373 1291 1420"><sup>+</sup>Class</th></tr> </thead> <tbody> <tr> <td data-bbox="696 1420 998 1765">112,273,225</td><td data-bbox="998 1420 1291 1765">Ordinary fully paid shares (including the 28,068,306 shares under the proposed rights issue and the 8,091,446 proposed placement shares announced on 10 November 2010).</td></tr> </tbody> </table> | Number | <sup>+</sup> Class | 112,273,225 | Ordinary fully paid shares (including the 28,068,306 shares under the proposed rights issue and the 8,091,446 proposed placement shares announced on 10 November 2010). |
| Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <sup>+</sup> Class                                                                                                                                                                                                                                                                                                                                                                                                                                         |        |                    |             |                                                                                                                                                                         |
| 112,273,225                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Ordinary fully paid shares (including the 28,068,306 shares under the proposed rights issue and the 8,091,446 proposed placement shares announced on 10 November 2010).                                                                                                                                                                                                                                                                                    |        |                    |             |                                                                                                                                                                         |

+ See chapter 19 for defined terms.

|                                                                                                                           | Number    | +Class                                                                       |
|---------------------------------------------------------------------------------------------------------------------------|-----------|------------------------------------------------------------------------------|
| 9    Number and +class of all<br>+securities not quoted on ASX<br>(including the securities in clause<br>2 if applicable) | 100,000   | Options exercisable at<br>\$3.75 and expiring on<br>18 January 2011          |
|                                                                                                                           | 195,000   | Options exercisable at<br>\$3.75 and expiring on<br>19 January 2011          |
|                                                                                                                           | 149,000   | Options exercisable at<br>\$3.00 and expiring on<br>20 January 2011          |
|                                                                                                                           | 452,375   | Options exercisable at<br>\$6.00 and expiring on<br>31 December 2010         |
|                                                                                                                           | 180,000   | Options exercisable at<br>\$6.00 and expiring on<br>30 January 2011          |
|                                                                                                                           | 75,000    | Options exercisable at<br>\$6.00 and expiring on<br>7 Feb 2011               |
|                                                                                                                           | 116,666   | Options exercisable at<br>\$6.00 and expiring on<br>25 August 2011           |
|                                                                                                                           | 1,045,000 | Options exercisable at<br>\$2.50 and expiring on<br>24 October 2011.         |
|                                                                                                                           | 3,000,000 | CB Options<br>exercisable at \$4.00<br>and expiring on<br>19 February 2013   |
|                                                                                                                           | 13,714    | Convertible notes at<br>an issue price of<br>\$1,000 per convertible<br>note |

|           |                                                                       |
|-----------|-----------------------------------------------------------------------|
| 1,232,500 | Convertible Notes at an issue price of \$1.00 per convertible note    |
| 150,000   | Options exercisable at \$1.00 expiring on 29 March 2011.              |
| 1,400,000 | Rights under the Company's Director and Executive Equity Plan         |
| 1,750,000 | Directors options exercisable at \$1.00 and expiring on 30 June 2016. |
| 1,750,000 | Directors options exercisable at \$2.00 and expiring on 30 June 2017. |
| 1,750,000 | Directors options exercisable at \$3.00 and expiring on 30 June 2018. |

- 10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) Same terms as existing ordinary shares.

## Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required? No
- 12 Is the issue renounceable or non-renounceable? Renounceable
- 13 Ratio in which the \*securities will be offered One new share for every three shares held
- 14 \*Class of \*securities to which the offer relates Ordinary
- 15 \*Record date to determine entitlements 23 November 2010

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+ See chapter 19 for defined terms.

- |    |                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                          |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?                                                                                                                                                      | Yes                                                                                                                                                                                                                                                                                                      |
| 17 | Policy for deciding entitlements in relation to fractions                                                                                                                                                                                               | Fractional entitlements will be rounded up to the nearest whole number.                                                                                                                                                                                                                                  |
| 18 | Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>Cross reference: rule 7.7.</small> | All countries other than Australia and New Zealand. An offer will not be made to the holders of ordinary shares with registered addresses in any country other than Australia or New Zealand and their entitlements may be sold by a nominee and, if so, any net proceeds will be sent to those holders. |
| 19 | Closing date for receipt of acceptances or renunciations                                                                                                                                                                                                | 13 December 2010                                                                                                                                                                                                                                                                                         |
| 20 | Names of any underwriters                                                                                                                                                                                                                               | Patersons Securities Limited                                                                                                                                                                                                                                                                             |
| 21 | Amount of any underwriting fee or commission                                                                                                                                                                                                            | 5% of underwritten amount.                                                                                                                                                                                                                                                                               |
| 22 | Names of any brokers to the issue                                                                                                                                                                                                                       | Patersons Securities Limited                                                                                                                                                                                                                                                                             |
| 23 | Fee or commission payable to the broker to the issue                                                                                                                                                                                                    | Nil                                                                                                                                                                                                                                                                                                      |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders                                                                                                                         | Not applicable                                                                                                                                                                                                                                                                                           |
| 25 | If the issue is contingent on <sup>+</sup> 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                                                                                                                                    | 29 November 2010                                                                                                                                                                                                                                                                                         |
| 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                                                                                             | 16 November 2010                                                                                                                                                                                                                                                                                         |
| 28 | Date rights trading will begin (if applicable)                                                                                                                                                                                                          | 17 November 2010                                                                                                                                                                                                                                                                                         |

- 29 Date rights trading will end (if applicable) 6 December 2010
- 30 How do <sup>+</sup>security holders sell their entitlements *in full* through a broker? By completing and sending entitlement and acceptance form to broker.
- 31 How do <sup>+</sup>security holders sell *part of* their entitlements through a broker and accept for the balance? By completing and sending entitlement and acceptance form to broker.
- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)? By sending a completed standard renunciation form to the Company's share registry. The renunciation form must be signed by the seller and the buyer.
- 33 <sup>+</sup>Despatch date 21 December 2010

### 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 allotted period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entitles 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 <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>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

<sup>+</sup> See chapter 19 for defined terms.

- 37 ☐ A copy of any trust deed for the additional <sup>+</sup>securities

### Entitles that have ticked box 34(b)

- 38 Number of securities for which <sup>+</sup>quotation is sought 

|                |
|----------------|
| Not applicable |
|----------------|
- 39 Class of <sup>+</sup>securities for which quotation is sought 

|                |
|----------------|
| Not applicable |
|----------------|
- 40 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>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
- |                |
|----------------|
| Not applicable |
|----------------|
- 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)
- |                |
|----------------|
| Not applicable |
|----------------|
- 42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 38)
- | Number         | <sup>+</sup> Class |
|----------------|--------------------|
| Not applicable |                    |



**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: .....  
Director/Company secretary

Date: 16 November 2010

Print name: Kenneth Ting

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+ See chapter 19 for defined terms.