

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 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, 04/03/13

Name of entity

JUSTKAPITAL LITIGATION PARTNERS LIMITED ("Company")

ABN

72 088 749 008

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).

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|---|---|---|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares. |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 4,679,664 rights to fully paid ordinary shares (or cash payment in lieu of shares) under the JKL Incentive Plan (Rights) comprising: <ul style="list-style-type: none">• 1,817,345 Rights issued to Philip Kapp (Kapp Rights);• 333,180 Rights issued to Tim Storey (Storey Rights);• 333,180 Rights issued to Mike Hill (Hill Rights);• 757,227 Rights issued to Anthony Hersch (Hersch Rights); and• 1,438,732 Rights issued to Diane Jones (Jones Rights). |

<p>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)</p>	<p>The Rights issued under the JKL Incentive Plan (approved by shareholders on 30 November 2016) are an entitlement to a share (or, in certain circumstances, to a cash payment in lieu of a share) in accordance with the terms of the JKL Incentive Plan.</p> <p>Rights are unlisted, exercisable at no cost on satisfaction of relevant performance hurdles / vesting conditions, into a share and non-transferrable without consent from the Company.</p> <p>The Rights are subject to the following vesting conditions:</p> <ul style="list-style-type: none"> • the disbursement funding division of JustKapital (operated through JustKapital Financing Pty Limited) achieves an EBITDA of \$5.6 million in FY2017; • the Participant being employed by the JustKapital Group at the scheduled vesting date; and • the Participant is in compliance with the terms of the Plan at the scheduled vesting date. <p>Subject to achieving the above conditions, 50% of the Rights for each Participant will vest within 7 days upon the release to the ASX of the audited results of the JustKapital Group for FY17 and 50% for each Participant will vest on 30 June 2018.</p> <p>If the Board believes in certain circumstances the Participant has acted fraudulently or dishonestly, brought the Company into disrepute and in breach of the Participant's obligations it may determine that the Rights lapse.</p>
<p>4 Do the ⁺securities rank equally in all respects from the ⁺issue date 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"> • 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 	<p>The Rights do not participate in dividends. Shares issued on vesting of the Rights will rank equally with shares on issue.</p>
<p>5 Issue price or consideration</p>	<p>The Rights have an issue price of \$0.23 each and have been issued for the purpose described in section 6.</p>

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The Rights have been issued to supplement the remuneration of key management personnel, Philip Kapp, Mike Hill, Tim Storey, Diane Jones and Anthony Hersch and incentivise them to grow the Company's business.
6a	Is the entity an ⁺ eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h <i>in relation to the ⁺securities the subject of this Appendix 3B</i> , and comply with section 6i	Yes.
6b	The date the security holder resolution under rule 7.1A was passed	30 November 2016
6c	Number of ⁺ securities issued without security holder approval under rule 7.1	N/A
6d	Number of ⁺ securities issued with security holder approval under rule 7.1A	N/A
6e	Number of ⁺ securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	
6f	Number of ⁺ securities issued under an exception in rule 7.2	2,483,705 Rights, being the Kapp Rights, the Hill Rights and the Storey Rights were issued under Exception 14 in Listing Rule 7.2 (shareholder approval obtained on 30 November 2016). 2,195,959 Rights, being the Hersch Rights and the Jones Rights were issued under Exception 9 in Listing Rule 7.2 (shareholder approval obtained on 30 November 2016).
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.	N/A
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	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A	7.1 – 18,871,968 7.1A – 10,422,979

7	<p>⁺Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	24 February 2017.
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		Number	⁺ Class
8	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the ⁺ securities in section 2 if applicable)	118,313,123	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
7,500,001	Shares - restricted Unlisted fully paid ordinary shares (to be released 2 April 2017) (ASX: JKLAD)
398,558	Options Unlisted options with an exercise price of \$0.25 expiring on 27 March 2018 (Vendor Options) (ASX: JKLAB)
1,195,673	Unlisted options with an exercise price of \$0.25 expiring on 10 March 2018 (Vendor Options) (ASX: JKLAE)
1,500,000	Unlisted options with an exercise price of \$0.25 expiring on 22 January 2019 (voluntarily escrowed until 22 January 2019) (Vendor Options) (ASX: JKLAG)
4,000,000	Unlisted and unvested options which vest when the Company's share price has traded at \$0.40 or above for an average of 20 business days (using the 20 day VWAP), with an exercise price of \$0.25, expiring on 10 March 2018 (Performance Options) (ASX: JKLAFF)
1,500,000	Unlisted and unvested options which vest when the Company's share price has traded at \$0.40 or above for an average of 20 business days (using the 20 day VWAP), with an exercise price of \$0.25, expiring on 27 March 2018 (Performance Options) (ASX: JKLAFF)
1,200,000	Unlisted and unvested options which vest when the Company's share price has traded at \$0.40 or above for an average of 20 business days (using the 20 day VWAP), with an exercise price of \$0.25, expiring on 10 March 2018 (Management Options) (ASX: JKLAFF)
50,000	Convertible securities Unlisted, unsecured convertible bonds (subject to shareholder approval) (ASX: JKLAO)
4,379,664	Rights Unlisted, rights over shares issued at \$0.23

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

No change to existing policy.

Part 2 - Pro rata issue

Not applicable

Part 3 - Quotation of securities

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

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 is not available now, we 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

Diane Jones

Date: 24 February 2017

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Appendix 3B – Annexure 1

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

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	104,229,791
Add the following: <ul style="list-style-type: none"> Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> Include only ordinary securities here – other classes of equity securities cannot be added Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items 	<p>The Kapp Shares, being 1,500,000 ordinary shares issued to Mr Philip Kapp on 22 December 2016 under Exception 14 in Listing Rule 7.2 (approval obtained on 30 November 2016)</p> <p>The Litman Shares, being 7,333,333 ordinary shares issued to Litman Holdings Pty Ltd on 22 December 2016 with shareholder approval under Listing Rule 7.1 (approval obtained on 30 November 2016)</p> <p>11,333,333 fully paid ordinary shares (issued 22 January 2016) with shareholder approval under Listing Rule 7.4 (approval obtained on 30 November 2016)</p> <p>1,250,000 fully paid ordinary shares (17 October 2016) with shareholder approval under Listing Rule 7.4 (approval obtained on 30 November 2016)</p> <p>166,667 fully paid ordinary shares (17 October 2016) with shareholder approval under Listing Rule 7.4 (approval obtained on 30 November 2016)</p>
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	0
“A”	125,813,124

Step 2: Calculate 15% of “A”	
“B”	0.15
Multiply “A” by 0.15	18,871,968
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert 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"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	Nil
“C”	0
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	18,871,968
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	0
Total [“A” x 0.15] – “C”	18,871,968

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	104,229,791
Step 2: Calculate 10% of “A”	
“D”	0.10
Multiply “A” by 0.10	10,422,979
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of ⁺ equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> <i>This applies to equity securities – not just ordinary securities</i> <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> <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> <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	Nil
“E”	0
Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	10,422,979
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	0
Total [“A” x 0.10] – “E”	10,422,979