

# NSX Limited

Level 3, Suite 4  
1 Bligh Street, Sydney NSW  
P: +61 2 8378 6400

[www.nsx.com.au](http://www.nsx.com.au)

NSX Limited  
ABN: 33 089 447 058

8 September 2017

<<Shareholder address>>

Dear <<Shareholder name>>

## Re: Expiry of NSX Limited Options with Expiry Date 15 October 2017, Exercise Price \$0.50

NSX Limited wishes to advise you that your options are about to expire. The details of the options are as follows:

<b>Name of Holder</b>	<<registered holder>>
<b>Number Held</b>	<<number held>>
<b>ASX Status</b>	Unlisted Options
<b>Number to be issued on conversion</b>	The conversion ratio is 1 to 1. That is the same number of ordinary securities in NSX Limited will be issued according to the number of options held <<number held>>
<b>Exercise Price</b>	\$0.50
<b>Due date of payment</b>	15 October 2017
<b>Consequence of non-payment</b>	If payment is not received on or before the due date then the holder options will lapse and conversion into ordinary securities will not take place.
<b>Consequence of not exercising</b>	The holders options will lapse and no ordinary securities will be issued to the holder.
<b>Despatch Date</b>	On or before but no later than 6 November 2017
<b>Expected Date of quotation of new issued securities on ASX</b>	The first business day after the despatch date but no later than 6 November 2017.
<b>Market Price</b>	29 cents (Last Trade date 8 September 2017)
<b>3 Month High Price</b>	32 cents (1 May 2017)
<b>3 Month Low Price</b>	25 cents (2 June 2017)
<b>Underwriting agreement</b>	There is <u>no</u> underwriting agreement in place for the exercise of these options.

If you do not wish to exercise your options then do nothing. **If you wish to exercise your options then please fill out the enclosed exercise of options form and return it with your payment by the due date of 5pm 15 October 2017.**

If you are uncertain about any aspect of exercising options, please seek professional advice.

Yours Sincerely

Scott Evans  
Company Secretary

# NSX Limited ABN 33 447 058

## APPLICATION FOR SHARES ON EXERCISE OF OPTIONS

To : NSX Limited

I/We <<Address Line 1>>  
<<Address Line 2>>  
<<Address Line 3>>  
<<Address Line 4>>  
<<Address Line 5>>

<<SR Reference>>

being the registered holders of <<Number held>> Options (expiring 15 October 2017) each to acquire one Fully Paid Ordinary Share in the NSX Limited hereby give notice of the exercise of Options and attach hereto my/our cheque at \$0.50 per Option in payment of such exercise.

I/We agree to my/our name/s being placed on the Register of Members in respect to the number of Shares allotted and to be bound by the Constitution of the Company.

Accordingly, I/We enclose a cheque for the sum of A\$ \_\_\_\_\_ being the correct amount for the exercise of \_\_\_\_\_ Options.

### PLEASE SIGN HERE:

Shareholder 1 (Individual)

Sole Director & Sole Company Secretary

Joint Shareholder 2 (Individual)

Director

Joint Shareholder 3 (Individual)

Director / Company Secretary

Business Telephone No. ( \_\_\_\_\_ ) \_\_\_\_\_ Date

## Terms and Conditions of Options Expiring 15 October 2017

Each Option (**Option**) is issued upon and subject to the following terms and conditions:

a) Definitions:

- i) **Exercise Price** means the exercise price of each Options being \$0.50 if exercised on or before 15 October 2017.
  - ii) **Expiry Date** means 5.00pm (EST) on 15 October 2017.
  - iii) **Exercise Date** means the Expiry Date or, if applicable, the Underwritten Expiry Date.
  - iv) **Exercise Notice** means the form prescribed by the Company from time to time for the purpose of exercising Options.
  - v) **Option Holder** means the person or persons registered as the holder of one or more Options from time to time.
  - vi) **Option Underwriter** means any person or persons (other than the Company) that is party to an Option Underwriting Agreement.
  - vii) **Option Underwriting Agreement** means all agreements made prior to the Expiry Date between the Company and an Option Underwriter whereby the Option Underwriter agrees to exercise the Underwritten Options prior to the Underwritten Expiry Date.
  - viii) **Share** means one fully paid ordinary share in the capital of the Company.
  - ix) **Underwritten Expiry Date** means, if the Company has entered into an Option Underwriting Agreement, 5.00pm (EST) 14 days after the Expiry Date.
  - x) **Underwritten Options** means that the number of Unexercised Options the subject of an Option Underwriting Agreement.
  - xi) **Unexercised Option Holder** means any Option Holder registered as the holder of Unexercised Options.
  - xii) **Unexercised Options** means all Options not exercised on or before the Expiry Date.
- b) Each Option carries the right to subscribe for one Share.
- c) Options may be exercised by delivering to the Company's registered office or the Company's share registry an Exercise Notice at any time prior to the Exercise Date.
- d) The Exercise Notice must state the number of Options to be exercised and be accompanied by the relevant holding statement(s) and a cheque (in Australian currency) made payable to the Company for an amount being the result of the Exercise Price multiplied by the number of Options being exercised.
- e) If the Company has entered into an Option Underwriting Agreement, then at the Expiry Date all Unexercised Option Holders immediately, unconditionally and irrevocably appoint the Company as his, her or its agent to transfer all Unexercised Options the subject of an Option Underwriting Agreement to the Option Underwriter and the Option Underwriter is entitled to exercise the Options prior to the Underwritten Expiry Date.
- f) Following receipt of a properly executed Exercise Notice and application monies in respect of the exercise of any Options, the Company will issue the resultant Shares and deliver notification of shareholdings.
- g) The Company will make application to have the Shares (issued pursuant to an exercise of Options) listed for quotation by ASX within 7 days of the date of issue.
- h) Shares issued pursuant to an exercise of Options shall rank, from the date of issue, *pari passu* with existing Shares in all respects.
- i) Options carry no right to participate in *pro rata* issues of securities to shareholders unless the Options are exercised before the record date for determining entitlements to the relevant *pro rata* issue.
- j) Each Option Holder will be notified by the Company of any proposed *pro rata* issue of securities to shareholders in accordance with the Listing Rules.
- k) In the event of a reorganisation (including reconstruction, consolidation, subdivision, reduction, or return) of capital of the Company, the terms of the Options will be changed to the extent necessary to comply with the requirements of the Listing Rules (in force at the time of the reorganisation).