

11 December 2017

The Manager

Company Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000

P2P Transport limited (ASX: P2P) – Pre-Quotation Disclosure

P2P Transport Limited (the “Company”) advises the following pre-quotation disclosures:

Issued Capital Confirmation

The Company’s issued capital is:

- 78,656,062 ordinary fully paid shares; and
- 221,115 options exercisable at \$1.58 each from the period commencing twelve months after the Shares are first quoted on the official list of the ASX and expiring at 5.00 pm on 7 December 2022.

Offer Completion

The Company has closed the offer under the prospectus dated 22 November 2017 (the “Prospectus”) and completed the following:

- the issue of 15,151,515 ordinary shares fully paid at an issue price of \$1.32 per share; and
- the sale and transfer of 6,960,000 ordinary shares fully paid at a sale price of \$1.32 per share.

The Company has received cleared funds of \$29,187,199.80, of which \$8,727,84.00 was paid to selling shareholders.

The Company confirms that no material number of securities offered pursuant to the prospectus have been taken up by a person or persons who are promoters or related parties of the Company.

In relation to the offer, the Company confirms the following:

- the issue of:
 - 15,151,515 fully paid ordinary shares; and

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- 221,115 options exercisable at \$1.58 each from the period commencing twelve months after the Shares are first quoted on the official list of the ASX and expiring at 5.00 pm on 7 December 2022,

to Shaw and Partners Limited pursuant to the conversion of its convertible notes and as set out in the underwriting agreement;

- the completion of the issue of 16,943,186 fully paid ordinary shares pursuant to the conversion of the convertible notes held by various related and unrelated parties of the Company;
- the completion of the issue of 11,193,178 ordinary fully paid shares pursuant to agreements with unrelated parties who entered into debt agreements and/or equity issue deeds with the Company; and
- the completion of the issue of 568,183 fully paid ordinary shares to the vendors of the B&W Group (as defined in the Prospectus).

Retail and Institutional Bookbuild

The Company confirms that 22,111,515 fully paid ordinary shares, at a price of \$1.32, were issued and transferred under the bookbuild (Institutional, Broker firm and Priority offers) under terms and conditions outlined in section 7.2 and 7.6 of the Prospectus.

The Company confirms the following securities were taken up by a person or persons who are promoters or related parties of the Company under the bookbuild:

- 17,803 fully paid ordinary shares (at a price of \$1.32 per share) by Mr Chip Beng Yeoh, a non-executive director of the Company; and
- 26,515 fully paid ordinary shares (at a price of \$1.32 per share) by an entity associated with Mr Matthew Reynold, the Chairman and a non-executive director of the Company.

The Company confirms that under the bookbuild:

- No concessionary fee or other arrangements were entered into which have had the result that the effective issue/sale price paid by some allottees differed materially from the bookbuild price announced by the Company;
- No arrangements were entered into which have had the result that some allottees receive a material benefit for agreeing to participate in the bookbuild at the bookbuild price announced by the Company and which is not received by other allottees; and

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- No arrangements were entered into with associates of the Company or the bookrunner to avoid a shortfall, or the appearance of a shortfall, in the bookbuild.

Despatch

The Company has received confirmation of the despatch of each of the following.

1. in relation to all holdings on the CHESS sub-register, a notice from the Company under ASX Settlement Operating Rule 8.9.1; and
2. in relation to all other holdings, issuer sponsored holding statements.

The Company confirms there was no need to refund any money.

Documents for release to the market

The Company encloses the following document for release to the market:

1. Appendix 1A and Information Form and Checklist
2. The P2P Transport Limited Prospectus dated 22 November 2017;
3. The Company Constitution
4. The Company's Securities Trading Policy
5. Distribution Schedule of Fully Paid Ordinary Shareholders
6. Statement of the 20 largest registered shareholders
7. Confirmation of Dispatch
8. Corporate Governance Statement
9. Terms of Underwriter Options - exercisable at \$1.58 per share
10. Terms and conditions of the long-term incentive plan
11. The Company's audited aggregated group financial statements for the full years ended 30 June 2015, 2016 and 2017, the audited financial statements for the full years ended 30 June 2015, 2016 and 2017 for Black& White Taxi Management Pty Ltd and the unaudited accounts for the full years ended 30 June 2016 and 30 June 2017 for ABC Body Works Pty Ltd and Taxis Queensland Pty Ltd.

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Yours sincerely



Hasaka Martin
Company Secretary

ZEVRA



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