

Pre-Quotation Disclosure

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the admission to the official list and official quotation on a deferred settlement trading basis of the fully paid ordinary shares in Trimantium GrowthOps Limited (ACN 621 067 678) (**GrowthOps**).

Capitalised terms which have not been otherwise defined in this document have the meaning given to them in the prospectus lodged by GrowthOps with the Australian Securities and Investments Commission on 10 November 2017 (**Prospectus**).

1 Basis of allocation and procedures for determining allocations

The basis of allocation of Shares under the Prospectus for each component of the Offer was as follows:

- (a) **Broker Firm Offer:** for Broker Firm Offer participants, it is a matter for the relevant broker as to how they allocate the Shares amongst their eligible clients;
- (b) **Priority Offer:** GrowthOps determined the allocation of Shares to participants within the Priority Offer. All validly completed Applications under the Priority Offer were accepted in full; and
- (c) **Institutional Offer:** the allocation of Shares among Applicants in the Institutional Offer was determined by GrowthOps in consultation with the Lead Manager. The Lead Manager has advised successful Applicants in the Institutional Offer of their allocations.

Further information on the basis of allocation is set out in sections 7.3.1.4, 7.3.2.4 and 7.4.4 of the Prospectus.

Applicants can confirm their allocation of Shares under the Offer and make general enquires regarding the Offer by contacting the GrowthOps IPO Offer Information Line on 1300 145 328 (within Australia) or +61 3 9415 4250 (outside Australia) between 8.30am and 5.00pm (Sydney time), Monday to Friday (Business Days only). As set out at paragraph 3 below, it is intended that CHESS allotment notices, issuer sponsored holdings statements and any refund money will be sent on Monday, 19 March 2018.

Applicants under the Broker Firm Offer can also confirm their allocations through the Broker from whom they received their allocations.

2 The issue price and number of ordinary Shares issued

Successful Applicants under the Offer paid the Offer Price, being \$1.00 per Share.

The number of Shares allocated under each component of the Offer is:

- (a) Broker Firm Offer – 20,142,700
- (b) Priority Offer – 47,957,300
- (c) Institutional Offer – 1,900,000

The total number of Shares held by the Existing Shareholders is 24,869,006.

The total number of Shares issued to Applicants under the Offer is 70,000,000.

The total number of Shares to be quoted on Completion of the Offer is 94,869,006.

3 **Despatch date**

The Shares were issued to Applicants on Thursday, 15 March 2018.

The intended date for sending CHESS allotment notices, issuer sponsored holdings statements and any refund money is Monday, 19 March 2018.

4 **Distribution schedule**

A distribution schedule of the numbers of holders of Shares is set out in **Attachment 1**.

5 **Statement of largest 20 holders**

A statement setting out the names of the largest 20 holders of Shares, including the number and percentage of Shares held by those holders is set out in **Attachment 2**.

6 **Completion of Acquisitions**

GrowthOps confirms that each of the Acquisitions completed on Thursday, 15 March 2018, with a total aggregate consideration of:

(a) \$47,780,200 paid in cash; and

(b) 47,780,200 CRPS issued,

to the Vendors of the GrowthOps Businesses.

7 **Escrowed Shares**

As described in section 7.14 of the Prospectus, each Existing Shareholder has entered into a voluntary escrow deed with GrowthOps in relation to Shares they hold on Completion of the Offer.

The following is a break-down of the number of Shares subject to voluntary escrow and the escrow period applying to those Shares.

Escrowed Shareholder	No. of Shares subject to voluntary escrow
TGO Holdings Pty Ltd (ACN 621 830 993) as trustee for TC Special Operations Trust 7	14,861,404
TGO Holdings Pty Ltd (ACN 621 830 993) as trustee for TGO Trust 2	2,972,281
GrowthOps Holdings Pty Ltd (ACN 622 283 738) as trustee for TGO Trust 1	1,981,520
Trimantium Capital Pty Ltd (ACN 155 227 428)	4,953,801
Tatman Dustine Pang	100,000

The total number of Shares subject to voluntary escrow is 24,869,006.

The Escrowed Shareholders are prevented from dealing with their escrowed Shares prior to the date which is two Business Days after the date on which GrowthOps' financial results for FY18 are released to the ASX by GrowthOps.

8 Bookbuild

GrowthOps confirms that, in relation to the funds raised pursuant to the institutional bookbuild process ("**Bookbuild**") undertaken on Tuesday, 13 March 2018 ("**Bookbuild Date**"):

- (a) The total number of Shares issued under the bookbuild process undertaken on the Bookbuild Date to determine Institutional Investor demand for Shares is 1,900,000 at an issue price of \$1.00 per Share;
- (b) No Shares have been taken up under the Bookbuild by persons who are promoters or related parties of GrowthOps;
- (c) There were no concessionary fee or other arrangements entered into which have had the result that the effective issue price paid by some allottees differed materially from the price determined by the Bookbuild as announced by GrowthOps;
- (d) There were no arrangements entered into which have had the result that some allottees received a material benefit for agreeing to participate in the Bookbuild at the price determined by the Bookbuild as announced by GrowthOps and which is not received by other allottees; and
- (e) There were no arrangements entered into with associates of GrowthOps or the Lead Manager to avoid a shortfall, or the appearance of a shortfall, in the Bookbuild.

9 Capital structure

Based on the Final Price of \$1.00 per Share the capital structure of the Company is as set out below:

Shareholder	Shares held at Completion
TGO Holdings Pty Ltd (ACN 621 830 993) as trustee for TC Special Operations Trust 7	14,861,404
TGO Holdings Pty Ltd (ACN 621 830 993) as trustee for TGO Trust 2	2,972,281
GrowthOps Holdings Pty Ltd (ACN 622 283 738) as trustee for TGO Trust 1	1,981,520
Trimantium Capital Pty Ltd (ACN 155 227 428)	5,031,051
Tatman Dustine Pang	100,000
New Shareholders (excluding Trimantium Capital Pty Ltd)	69,922,750
Total	94,869,006

In addition, the Vendors of the GrowthOps Businesses hold 47,780,200 CRPS.

Certain Vendors have also participated in the Offer and subscribed for 7,970,050 Shares (including Trimantium Capital Pty Ltd for 77,250 Shares) on the same terms as other New Shareholders.

10 ASIC Relief

GrowthOps has sought relief under section 340(1) of the *Corporations Act 2001* (Cth) ("**Corporations Act**") from the requirement under section 323D(5) of the Corporations Act

that a company's financial year be 6 months long, in order to permit GrowthOps to adopt a first financial half year end of 31 December 2017.

The relief was sought to facilitate timely disclosures in accordance with the general expectations of Shareholders and to enhance market efficiency by enabling Shareholders to compare GrowthOps' results with that of its peers through aligning GrowthOps' reporting periods with the majority of Australian listed companies.

The effect of the relief is to substitute GrowthOps' current financial half year to a 4 month period ending on 31 December 2017.

11 Further information

The GrowthOps IPO Offer Information Line administered by the Share Registry, which has been available since the start of the Offer Period, will remain open until after despatch of holding statements in order to deal with enquiries.

Disclaimer

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Attachment 1 – Distribution Schedule

Category	Number of holders of Shares
1 to 1,000	7
1,001 to 5,000	314
5,001 to 10,000	14
10,001 to 100,000	18
100,001 and over	24
Total	377

Attachment 2 – Statement of Largest 20 Holders

Rank	Shareholder	Shares	% of Shares
1	Asia Selangor Investments Pty Ltd	20,000,000	21.08%
2	Forci Alternative Strategies	17,000,000	17.92%
3	TGO Holdings Pty Ltd <TC Special Operations Trust 7>	14,861,404	15.67%
4	Pattani Private Capital Pty Ltd	14,000,000	14.76%
5	Trimantium International Holdings Pty Ltd	7,945,570	8.38%
6	Trimantium Capital Pty Ltd	5,031,051	5.30%
7	Walker United Pty Ltd <Walker United Investment A/C>	3,400,000	3.58%
8	TGO Holdings Pty Ltd <TGO Trust 2 A/C>	2,972,281	3.13%
9	GrowthOps Holdings Pty Ltd <TGO Trust 1 A/C>	1,981,520	2.09%
10	National Nominees Limited	1,225,000	1.29%
11	Adam James Francis Pty Ltd <Francis Family A/C>	500,000	0.53%
12	AJF Fabbro Pty Ltd <AJF Fabbro Family A/C>	500,000	0.53%
13	AJF Foote Pty Ltd <AJF Foote Family A/C>	500,000	0.53%
14	Andrew Douglas Fyffe + Jacqueline Joanne Fyffe <Fyffe Family A/C>	500,000	0.53%
15	JL Stephens Pty Ltd <JL Stephens Family A/C>	500,000	0.53%
16	Ward Portfolio Pty Ltd	500,000	0.53%
17	Brydan Hamor Ltd	450,000	0.47%
18	Yanny Holdings Pty Ltd <Yanny Family A/C>	308,250	0.32%
19	Netwealth Investments Limited <Super Services A/C>	296,000	0.31%
20	Attain Consulting Pty Ltd <Attain Consulting A/C>	278,730	0.29%
Top 20		92,749,806	97.77%
Balance of register		2,119,200	2.23%
Total Shares on issue		94,869,006	100.00%