

MARKET ANNOUNCEMENT

NSX signs capital raising mandate with CPS Capital Group Pty Ltd for proposed share placement of up to \$10 million

The Board of NSX Limited (NSX, the Company) is pleased to advise that the Company has entered into a capital raising mandate (Mandate) with CPS Capital Group Pty Ltd (CPS Capital), a corporate advisor based in Perth with a deep network of clients in Western Australia, as well as the eastern seaboard capital cities, to raise up to \$10 million (Placement).

Use of proceeds

Net proceeds from the Placement will be used to further enhance market connectivity to the exchange, in particular online brokers, creating greater liquidity in our market, and to continue our extensive work on operational enhancements. Importantly, this investment will fund business development activities in key markets such as Western Australia. Part of this strategy includes plans for the establishment of a NSX Perth office to service and support the number of companies, based out of Western Australia, that are more suited to NSX as a primary listing.

Placement

The Placement of fully paid ordinary shares (New Shares) will be made to institutional and sophisticated investors in Australia. Up to 50,000,000 New Shares will be issued at an issue price of \$0.20 per New Share. The New Shares will rank equally with existing NSX fully paid ordinary shares on issue.

Under the Mandate, CPS Capital has agreed to act as lead manager for NSX in relation to the Placement. The key terms of the Mandate are as follows:

- CPS Capital will co-ordinate, & manage the Placement;
- Subject to satisfactory sub underwriting and firm irrevocable offers, CPS Capital will agree to underwrite the Placement;
- CPS Capital will receive a management fee of 1%, plus GST, where applicable, of the aggregate issue price of all New Shares issued under the Placement;
- CPS Capital will receive a placing fee of 5%, plus GST, where applicable, of the aggregate issue price of all New Shares issued under the Placement; and
- If underwritten, CPS Capital will also receive an underwriting fee of 1%, plus GST, where applicable, of the aggregate issue price of all New Shares issued under the Placement.

Shareholder approval

The issue of New Shares under the Placement will be subject to shareholder approval under Listing Rule 7.1. The Company anticipates that a general meeting of shareholders to approve the Placement will be held in late May or early June 2019.

Ann Bowering, Managing Director and CEO of NSX Limited said;

"NSX is committed to providing companies with more opportunities to list. This raising presents an opportunity for key market stakeholders to engage in the growth opportunities on the horizon for NSX, and share in the future success."

"The net proceeds from this Placement will be used to further enhance market connectivity to the exchange, creating greater liquidity in our market, and to continue our extensive work on operational enhancements. Importantly, this investment will also fund business development activities in key markets such as Western Australia, where there is increasing demand for an alternative IPO and listing exchange, and NSX is ideally positioned to meet this demand."

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Announcements
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About NSX – www.nsx.com.au

The NSX is a Tier 1 Securities Exchange providing listed companies with a direct alternative to listing on ASX. The NSX has an important role to play, providing companies with more opportunities to list, and facilitating greater investment diversification in Australian, because one size doesn't fit all. Currently, more than 75 securities, with a total market capitalisation of over \$4.6 billion, are traded on NSX via the 21 participating brokers. NSX's issuer focused approach incorporates collaborative and transparent processes, which combined with lower cost and faster time to market means that the NSX provides an exciting alternative for an IPO and listing.

Enquiries

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