

# Market Announcement

7 June 2019

## Prosopa Group Limited (ASX: PGL) – Admission and Commencement of Official Quotation – Conditional Trading and Deferred Settlement Trading

### Description

It is anticipated that Prosopa Group Limited ('PGL') will be admitted to the Official List of ASX Limited ('ASX') on the morning of Tuesday, 11 June 2019.

Official quotation of PGL's ordinary fully paid shares is expected to commence at 12:00 pm (AEST) on Tuesday, 11 June 2019 on a **conditional and deferred settlement basis**.

Under PGL's prospectus dated 16 May 2019 (the 'Prospectus'), PGL is expected to raise approximately \$109.6 million by the issue of 29,035,947 ordinary fully paid shares at \$3.78 per share.

### Quotation information

<b>Quoted Securities:</b>	161,350,437 fully paid ordinary shares
<b>ASX Code:</b>	PGL
<b>Time:</b>	12:00 pm (AEST)
<b>Date:</b>	Tuesday, 11 June 2019
<b>ASX Trade Abbreviation:</b>	PROSPA GRP
<b>ISIN:</b>	AU0000046740
<b>Home Branch:</b>	Sydney
<b>Industry Classification:</b>	4020 - Diversified Financials
<b>Registered Office:</b>	Prosopa Group Limited Address: Level 1, 4-16 Yurong Street, Sydney NSW 2000 Phone: 1300 882 867 Email: <a href="mailto:investors@prospa.com">investors@prospa.com</a>
<b>Company Secretary:</b>	Nicole Johnschwager
<b>Share Registry:</b>	Link Market Services Limited Address: Level 12, 680 George Street Phone: 1300 554 474 Email: <a href="mailto:info@linkmarketservices.com.au">info@linkmarketservices.com.au</a>
<b>Balance Date:</b>	30 June
<b>CHESS:</b>	Participating. CHESS and Issuer Sponsored.
<b>Place of Incorporation:</b>	New South Wales
<b>Dividend Policy:</b>	See section 4.10 of the Prospectus
<b>Activities:</b>	Online lending to small businesses

<b>Lead Manager:</b>	Macquarie Capital (Australia) Limited, UBS AG, Australia Branch
<b>Underwriter:</b>	Macquarie Capital (Australia) Limited, UBS AG, Australia Branch
<b>ASX Restricted Securities:</b>	None.
<b>Other Securities Not Quoted:</b>	<p>50,926 rights with a nil exercise price issued to non-executive directors under the Non-Executive Director Equity Plan.</p> <p>75,000 options exercisable at \$4.347 each on the day following release of the FY20 full year audited results until 11 June 2024.</p> <p>1,086,246 options exercisable at \$3.33 on or before 13 May 2024 and 1,487,034 options exercisable at \$3.78 on or before 13 May 2024.</p> <p>9,756,705 options exercisable at various prices and expiry on various dates.</p>

### Conditional and deferred settlement trading

PGL has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by PGL are: (i) completion of the Restructure (as defined in the Prospectus); (ii) Settlement (as defined in the Prospectus); and (iii) the issue of shares to successful applicants under the offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in PGL's shares. PGL's shares will commence trading on a conditional and deferred settlement basis at 12:00 pm (AEST) on Tuesday, 11 June 2019.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of PGL's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Reference Point Master List.

PGL is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market announcement when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Market Announcement to Participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met prior to trading commencing on Thursday, 13 June 2019. PGL has agreed to send holding statements on Friday, 14 June 2019, which will mean that the first settlement date will be Wednesday, 19 June 2019.

### Contract notes for conditional sales and purchases

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in PGL's shares.

*"This contract is conditional upon notification being received by ASX by close of business on Tuesday, 25 June 2019 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."*

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

### Indicative key dates

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied prior to trading commencing on Thursday, 13 June 2019. If the conditions are not fulfilled by the close of business on Tuesday, 25 June 2019, shares will not be issued and transferred and all conditional trades that have occurred since Tuesday, 11 June 2019 will be cancelled.

If the conditions are not satisfied prior to trading commencing on Thursday, 13 June 2019, but are satisfied prior to the close of business on Tuesday, 25 June 2019, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Tuesday, 11 June 2019	PGL admitted to the Official List of ASX Commencement of Official Quotation on a conditional and deferred settlement basis – 12:00 pm (ASX: PGL)
Wednesday, 12 June 2019	Settlement of the Offer Last day of conditional trading
Thursday, 13 June 2019	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open - by 9:30am AEST) Trading to commence on a deferred settlement basis only (ASX: PGL)
Friday, 14 June 2019	Holding statements sent to successful applicants Last day of trading on a deferred settlement basis
Monday, 17 June 2019	First day of trading on a normal (T+2) basis (ASX: PGL)

### Instructions

For further details, please refer to the Prospectus.

### Need more information?

For further information, please call the Prospa Information Line on 1800 451 641 (within Australia) or +61 1800 451 641 (outside Australia) from 8:30am to 5:30pm (Sydney Time), Monday to Friday.

### Disclaimer

Please refer to the following [disclaimer](#).

### Issued by

**Andrew Black**

Manager, Listings Compliance (Sydney)