



ASX RELEASE

**GetSwift Limited
(ASX:GSW)**

17 November 2020

Scheme of arrangement - update

GetSwift Limited (**GetSwift**) announces that the Federal Court of Australia (**Court**) yesterday made orders further adjourning the second court hearing for the proposed scheme of arrangement between GetSwift and its shareholders (**Scheme**) until 10.00am (Sydney time) on Friday, 27 November 2020.

To date, two contingent creditors of GetSwift, the Australian Securities and Investments Commission (**ASIC**) and Raffaele Webb (**Webb**), have appeared at the second court hearing to raise certain objections to the proposed Scheme. In response to those objections, GetSwift Technologies Limited (**Holdco**) has offered to provide certain undertakings to GetSwift indemnifying GetSwift in respect of the current ASIC proceedings VID146/2019 and Webb proceedings NSD580/2018 on and from the implementation date of the Scheme. At the hearing on 27 November 2020, the Court will hear evidence and submissions from ASIC and GetSwift regarding the enforcement of an order of the Court giving effect to the undertakings proposed by Holdco.

GetSwift also notes that Foreign Investment Review Board approval for the Scheme remains an outstanding condition precedent to the Scheme proceeding.

A copy of the orders made by the Court is attached.

GetSwift will continue to keep shareholders updated in relation to material developments relating to the Scheme.

This announcement has been authorised by the Board of Directors.

About GetSwift Limited

Technology to Optimise Global Delivery Logistics

GSW is a technology and services company that offers a suite of software products and services focused on business and logistics automation, data management and analysis, communications, information security, and infrastructure optimization and also includes ecommerce and marketplace ordering, workforce management, data analytics and augmentation, business intelligence, route optimization, cash management, task management shift management, asset tracking, real-time alerts, cloud communications, and communications infrastructure (collectively, the "GetSwift Offering"). The GetSwift Offering is used by public and private sector clients across industries and jurisdictions for their respective logistics, communications, information security, and infrastructure projects and operations.

GetSwift is headquartered in New York and is listed on the Australian Securities Exchange (ASX:GSW).

For further background, please visit www.getswift.co. GetSwift is an emerging growth company and is subject to a variety of risks. The Company is not yet profitable, and there can be no assurance that it will achieve profitability. The Company's business and a variety of investment considerations are discussed in more detail in the Company's filings with the Australia Securities Exchange (ASX). Investors are encouraged to review the more complete information contained in such filings.

GetSwift Limited ACN 604 611 556
Level 12, 225 George Street, Sydney NSW 2000
www.getswift.co



Federal Court of Australia
District Registry: New South Wales
Division: General

No: NSD1057/2020

GETSWIFT LIMITED ACN 604 611 556
Plaintiff

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
Intervener

RAFFAELE WEBB
Interested Person

ORDER

JUDGE: JUSTICE FARRELL

DATE OF ORDER: 16 November 2020

WHERE MADE: Sydney

THE COURT NOTES THAT:

A. It is a condition precedent to the proposed scheme of arrangement between GetSwift Limited (ACN 604 611 556) (**GetSwift**) and its members (**scheme**) that GetSwift Technologies Limited (**HoldCo**) obtain **FIRB approval**, such approval being that before 8.00am (AEDT) on the day on which the Court makes an order pursuant to s 411(4)(b) of the *Corporations Act 2001* (Cth) approving the scheme, either:

- (a) The Treasurer (or the Treasurer's delegate) has provided notification that the Treasurer has no objection to the scheme under the *Foreign Acquisitions and Takeovers Act 1975* (Cth) (**FIRB Act**) either with or without conditions acceptable to HoldCo (acting reasonably); or
- (b) Following notice of the proposed scheme having been given under the FIRB Act, the Treasurer has ceased to be empowered to make any order under Part 3 of the FIRB Act because the applicable time limit on making orders and decisions under the FIRB Act has expired.

B. At the time these orders are made, the FIRB approval condition has not been satisfied.



THE COURT ORDERS THAT:

1. The hearing be adjourned to **10 am on Friday, 27 November 2020**.
2. GetSwift must advise the Court within one business day after it becomes aware of a decision made by the Treasurer with respect to FIRB approval with a view to fixing a date for the further hearing of the application for orders under s 411(4)(b) of the *Corporations Act*.
3. Before **noon on Tuesday, 24 November 2020**, the Australian Securities and Investments Commission must file and serve evidence and submissions regarding enforcement of an order of this Court giving effect to an undertaking by HoldCo to GetSwift indemnifying GetSwift in respect of proceedings VID146/2019.
4. Before **4 pm on Wednesday, 25 November 2020**, GetSwift must file and serve evidence and submissions regarding enforcement of an order of this Court giving effect to an undertaking by HoldCo to GetSwift indemnifying GetSwift in respect of proceedings VID146/2019.

Date that entry is stamped: 16 November 2020


Registrar