



ASX ANNOUNCEMENT

9 February 2021

WOTSO Property (Stapled group comprising of WOTSO Limited, Planloc Limited and BlackWall Property Trust)

Pre-Quotation Disclosure

The following information is provided to ASX Limited (**ASX**) as pre-quotation disclosure for release to the market in connection with:

- A. the admission of WOTSO Limited ACN 636 701 267 (**WOTSO**) and Planloc Limited ACN 062 367 560 (**Planloc**); and
- B. the official quotation of Stapled Securities in WOTSO Property.

Capitalised terms not defined in this document have the meanings given to them in the Information Memoranda for WOTSO and Planloc both dated 22 December 2020.

ASX discretion to remove WOTSO Property

ASX reserves the right (but without limiting its absolute discretion) to remove any or all of WOTSO and/or BlackWall Property Trust ARSN 109 684 773 (**BWR**) and/or Planloc from the official list of ASX if any of the units or shares comprising the Stapled Securities cease to be stapled together or any equity securities are issued by an entity comprising WOTSO Property which are not stapled to equivalent securities in the other entities.

Statement in relation to Stapling Proposal

The Stapled Group confirms the following:

- (a) the conditions precedent to the Stapling Proposal have been either satisfied or waived (other than the approval of ASX for quotation of the Stapled Securities, and those conditions that can only be satisfied on the Implementation Date and completion under the Stapling Deed), and that the Stapling Proposal will be implemented on the Implementation Date in accordance with the Scheme Booklet dated 18 December 2020;
- (b) the Stapling Deed dated 16 December 2020 remains in force and in effect; and
- (c) BWR is in compliance with Listing Rule 3.1 at the time when Planloc and WOTSO are admitted to the official list of the ASX.

Indicative top 20 holders of Stapled Securities

Indicative Top 20 Security Holders

Rank	Investor	Holding (Securities)	Holding (%)
1	Jagar Holdings Pty Ltd	19,025,000	11.68
2	SAO Investment Pty Ltd	15,592,894	9.58
3	Hollia Pty Ltd	13,814,865	8.48
4	Pelorus Private Equity Limited	13,208,975	8.11
5	Vintage Capital Pty Ltd	11,425,140	7.02
6	BlackWall Fund Services Limited	10,919,554	6.71
7	Seno Management Pty Ltd	7,043,083	4.33
8	Mr Archibald Geoffrey Loudon	3,959,803	2.43
9	Castle Bay Pty Ltd	3,853,742	2.37
10	Mr Richard Hill & Mrs Evelyn Hill	3,603,720	2.21
11	Tampopo Pty Ltd	3,057,314	1.88
12	PRSC Pty Ltd	3,012,762	1.85
13	Alerik Pty Ltd	3,000,000	1.84
14	Ms Gia Ravazzotti	2,700,000	1.66
15	BlackWall Limited	2,684,862	1.65
16	Lymkeesh Pty Ltd	2,558,631	1.57
17	Frogstorm Pty Ltd	2,209,728	1.36
18	Koonta Pty Ltd	1,914,568	1.18
19	Mr Peter John Gray	1,737,604	1.07
20	National Nominees Limited	1,386,600	0.85
Top 20 total		126,708,845	77.81
Other Investors		36,132,567	22.19
Total		162,841,412	100.00

Please note that the above information is indicative only and will be updated upon the Stapled Securities commencing normal quotation.

Indicative distribution schedule

Indicative Distribution Schedule of Holders

Category	No. of Investors
1 - 1,000 securities	511
1,001 - 5,000 securities	613
5,001 - 10,000 securities	242
10,001 - 100,000 securities	336
100,001 securities and over	93
Total	1795

Please note that the above information is indicative only and will be updated upon the Stapled Securities commencing normal quotation.

WOTSO financial information

The audited accounts of WOTSO for the financial year ended 30 June 2020 have been disclosed on the ASX. The half year accounts of WOTSO for the period ended 31 December 2020 have been disclosed on the ASX. Financial information related to the WOTSO business for the financial years ended 30 June 2018 and 2019 (being prior to WOTSO's demerger from BlackWall Limited (ASX:BWF) has been presented on a segmented basis in the annual financial reports of BlackWall Limited, particularly at Note 1 to the FY18 Annual Report ([link](#)) and Note 1 to the FY19 Annual Report ([link](#)).

ASX waivers and confirmations

ASX has granted the WOTSO Group waivers from the following Listing Rules:

- (a) a waiver from Listing Rule 1.1 condition 8 to the extent necessary to not require Planloc and WOTSO to comply with the spread requirements in that rule on the condition that each share in Planloc and WOTSO is stapled to a unit in BWR, such that the parcel of Stapled Securities has a value of at least \$2,000;
- (b) a waiver from Listing Rule 1.1 Condition 9 to the extent necessary to not require Planloc and WOTSO to comply with Listing Rules 1.2 or 1.3 on the condition that each share in WOTSO and Planloc is stapled to a unit in BWR, and the Stapled Group satisfies Listing Rule 1.2 at the time of admission of Planloc and WOTSO to the official list of ASX;
- (c) a waiver from Listing Rule 2.1 Condition 2 to the extent necessary not to require the issue price of shares in Planloc and WOTSO separately to be at least 20 cents on the condition that each unit in BWR is stapled to a share in each of WOTSO and Planloc, and each Stapled Security has an issue price of at least 20 cents;
- (d) a waiver from Listing Rule 8.10 to the extent necessary to permit the Stapled Group to refuse to register a transfer of a unit in BWR, or a share in Planloc or WOTSO, if it is not accompanied by a transfer of a unit or share(s) in the other entities of the Stapled Group.

ASX has confirmed that, in the context of the Stapled Group, disclosure by one entity of the Stapled Group on behalf of the other entities within the Stapled Group will satisfy the requirements of Listing Rule 3.1.

Authorised by Seph Glew as Chairman on behalf of the Boards of each entity comprising WOTSO Property.