



Announcement Summary

Entity name

MOQ LIMITED

Announcement Type

New announcement

Date of this announcement

28/2/2022

The Proposed issue is:☒ A standard pro rata issue (including non-renounceable or renounceable)**Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)**

ASX +security code	+Security description	Maximum Number of +securities to be issued
MOQ	ORDINARY FULLY PAID	120,000,000

Ex date

2/3/2022

+Record date

3/3/2022

Offer closing date

18/3/2022

Issue date

25/3/2022

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

MOQ LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

94050240330

1.3 ASX issuer code

MOQ

1.4 The announcement is☒ New announcement**1.5 Date of this announcement**

28/2/2022

1.6 The Proposed issue is:☒ A standard +pro rata issue (non-renounceable or renounceable)**1.6a The proposed standard +pro rata issue is:**☒ + Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

☒ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

MOQ : ORDINARY FULLY PAID

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

MOQ : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

529

For a given quantity of +securities held

840



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

120,000,000

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.05000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

☒ Yes

Describe the limits on over-subscription

Each Eligible Shareholder who is not a Director or other related party of MOQ may, in addition to taking up their Entitlement in full, apply for Additional Shares in excess of their Entitlement via a Top Up Facility. The Additional Shares available under the Top Up Facility will be limited to that number of Shares not subscribed for by Eligible Shareholders.

Will a scale back be applied if the offer is over-subscribed?

☒ Yes

Describe the scale back arrangements

Each Eligible Shareholder who has applied for Additional Shares through the Top-Up Facility will be entitled to be allocated their pro rata share of them having regard to their holdings at the Record Date such that no more than the number of shares proposed to be issued under the Entitlement Offer are issued.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

Part 3C - Timetable

3C.1 +Record date

3/3/2022



3C.2 Ex date

2/3/2022

3C.4 Record date

3/3/2022

3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

8/3/2022

3C.6 Offer closing date

18/3/2022

3C.7 Last day to extend the offer closing date

15/3/2022

3C.9 Trading in new +securities commences on a deferred settlement basis

21/3/2022

3C.11 +Issue date and last day for entity to announce results of +pro rata issue

25/3/2022

3C.12 Date trading starts on a normal T+2 basis

28/3/2022

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

30/3/2022

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ No

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

The Underwriters are Richmond Hill Capital Pty Ltd ACN 642 505 584, Kensington Trust Singapore Limited ATO IS&P Singapore Retirement Fund, Sub-fund 291, Monash Private Capital Pty Ltd ACN 152 004 218 and Davcol Nominees Pty Ltd ACN 104 934 938 each being entities associated with Directors, Alex White, Karen Bell, Joseph Fridman and David Shein respectively.

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

Partially underwritten to a maximum of \$818,211.



3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

The Underwriters are not receiving any fees.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

The events which may lead to termination of the Underwriting Agreement are standard for a transaction of this nature and can be found in section 4.10(e) of the Entitlement Offer Booklet.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ Yes

3E.2e (i) What is the name of that party?

The related parties are Richmond Hill Capital Pty Ltd ACN 642 505 584, Kensington Trust Singapore Limited ATO IS&P Singapore Retirement Fund, Sub-fund 291, Monash Private Capital Pty Ltd ACN 152 004 218 and Davcol Nominees Pty Ltd ACN 104 934 938 each being entities associated with Directors, Alex White, Karen Bell, Joseph Fridman and David Shein respectively.

3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?

The related parties are underwriting a maximum of \$818,211 (being 100% of the total amount being underwritten).

3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?

The Underwriters are not receiving any fees.

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Circa \$175,000 (inclusive of GST) to advisers.

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The Company proposes to use the funds for general working capital, systems enhancement investment and internal teams reorganisation, and costs of the entitlement offer and financing fees.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Shareholders who do not have a registered address in Australia or New Zealand are not eligible to participate in the Entitlement Offer.



3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☒ Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

Any registered holder acting as a nominee or custodian will be required to ensure that each beneficial holder on whose behalf they are submitting an Entitlement and Acceptance Form is resident in Australia or New Zealand and is not in the United States and is not acting for the account or benefit of a person in the United States, and have not sent the Offer Booklet, the Entitlement and Acceptance Form or any information relating to the Entitlement Offer to any such person.

3F.6 URL on the entity's website where investors can download information about the proposed issue

www.moq.com.au

3F.7 Any other information the entity wishes to provide about the proposed issue

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

☒ No

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

☒ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)