

Appendix 1C

Application for Admission to the ASX Official List (ASX Foreign Exempt Listing)

Name of entity¹

Tourism Holdings Rentals Limited, a foreign company registered in its original jurisdiction of New Zealand as Tourism Holdings Limited

ABN/ARBN

ARBN 655 142 028

Date of this form

30 November 2022

We (the entity named above) apply for admission to the *official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing and for *quotation of the following *securities (or such other number of *securities as we may notify to ASX prior to the commencement of *quotation):

| | Number | *Class (quoted only) |
|--|-------------|----------------------------|
| Estimated maximum number and *class of *securities to be quoted on ASX at the commencement of quotation on ASX | 214,013,477 | fully paid ordinary shares |

By giving this form to ASX, we agree to the matters set out in Appendix 1C of the ASX Listing Rules.

Notes:

1. If the entity seeking admission is a trust, the application should be in the form "[Name of responsible entity of trust] in its capacity as responsible entity of [Name of trust]".
2. An entity seeking admission to the official list as an ASX Foreign Exempt Listing must also provide to ASX the information and documents referred to in the Information Form and Checklist (ASX Foreign Exempt Listing) published on the ASX website.

Information Form and Checklist

(ASX Foreign Exempt Listing)

Name of entity

ABN/ACN/ARBN/ARSN

Tourism Holdings Rentals Limited, a foreign company registered in its original jurisdiction of New Zealand as Tourism Holdings Limited (Company)

ARBN 655 142 028

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.

Note: by giving an Appendix 1C *Application for Admission to the ASX Official List (ASX Foreign Exempt Listing)* to ASX, the entity is taken to have warranted that all of the information and documents it has given, or will give, to ASX in connection with its admission to the official list and the quotation of its securities are, or will be, accurate, complete and not misleading. It also indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty (see Appendix 1C of the ASX Listing Rules).

The information and documents referred to in this Information Form and Checklist (including any annexures to it) are covered by the warranty and indemnity mentioned above.

Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.

Part 1 – Information to be supplied with Appendix 1C

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

All entities – corporate details

| | |
|--|--|
| Type of Australian registration number given above (eg ABN, ACN, ARSN or ARBN) | ABRN |
| Legal entity identifier, if applicable | New Zealand Business Number 9429039926081 |
| Place of incorporation or establishment | New Zealand |
| Date of incorporation or establishment | 19 September 1984 |
| Legislation under which incorporated or established | Initially incorporated under the <i>Companies Act 1955</i> (New Zealand), and now registered under the <i>Companies Act 1993</i> (New Zealand) |
| Address of registered office in place of incorporation or establishment | Level 1, 83 Beach Road, Auckland, 1010, New Zealand |
| Address of registered office in Australia (if any) | 'Building 2' 9-45 Ashley Street, Braybrook VIC 3019 |
| Main business activity | Global tourism operator headquartered in Auckland, New Zealand |
| Country where main business activity is mostly carried on | New Zealand |

| | |
|---|---|
| Home exchange and listing category ¹ | NZX Main Board |
| Any other exchanges on which the entity is listed | Not applicable |
| Street address of principal administrative office | Level 1, 83 Beach Road, Auckland, 1010, New Zealand |
| Postal address of principal administrative office | Level 1, 83 Beach Road, Auckland, 1010, New Zealand |
| Telephone number of principal administrative office | +64 9 336 4299 |
| E-mail address for investor enquiries | investor.relations@thlonline.com |
| Website URL | http://www.thlonline.com/ |

All entities – board and senior management details²

| | |
|---|--|
| Full name and title of chairperson of directors | Catherine Agnes Quinn (Chair) |
| Full names of all existing directors | Debra Ruth Birch Robert David Hamilton Grainne Patricia Troute |
| Full names of any persons proposed to be appointed as additional or replacement directors | Grant Gareth Webster Robert Anthony Baker Sophia Adele Mitchell Luke Gustave Trouchet |
| Full name and title of CEO/managing director | Grant Gareth Webster (Chief Executive Officer) |
| Email address of CEO/managing director | grant.webster@thlonline.com |
| Full name and title of CFO | Nicholas Andrew James Judd (Chief Financial Officer) |
| Email address of CFO | nick.judd@thlonline.com |
| Full name and title of company secretary | Amir Ansari (Company Secretary) |
| Email address of company secretary | amir.ansari@thlonline.com |

¹ Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

² If the entity applying for admission to the official list is a trust, enter the board and senior management details for the responsible entity of the trust.

All entities – ASX compliance contact details³

| | |
|---|--|
| Full name and title of ASX contact(s) | Primary: Amir Ansari, Company Secretary Secondary: Nicholas Judd, CFO |
| Business address of ASX contact(s) | Level 1, 83 Beach Road, Auckland, 1010, New Zealand |
| Business phone number of ASX contact(s) | Primary: +64 9 336 4203 Secondary: +64 9 336 4202 |
| Mobile phone number of ASX contact(s) | Primary: +64 21 163 8053 Secondary: +64 21 872 763 |
| Email address of ASX contact(s) | Primary: amir.ansari@thlonline.com Secondary: nick.judd@thlonline.com |

All entities – investor relations contact details

| | |
|--|--|
| Full name and title of person responsible for investor relations | Amir Ansari, Company Secretary |
| Business phone number of person responsible for investor relations | +64 9 336 4203 |
| Email address of person responsible for investor relations | Investor.relations@thlonline.com |

All entities – auditor details

| | |
|----------------------|----------------------------------|
| Full name of auditor | PricewaterhouseCoopers, Auckland |
|----------------------|----------------------------------|

All entities – registry details⁴

| | |
|--------------------------------|--|
| Name of securities registry | <u>New Zealand</u> Link Market Services Limited (New Zealand) <u>Australia</u> Link Market Services Limited (Australia) |
| Address of securities registry | <u>New Zealand</u> Level 30, PwC Tower, 15 Customs Street West, Auckland, 1010, New Zealand <u>Australia</u> Level 12, 680 George Street, Sydney, NSW, 2000 |

³ Under Listing Rule 1.11 Condition 9, a listed entity must appoint a person responsible for communication with ASX on Listing Rule matters. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

⁴ If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

| | |
|---|--|
| Phone number of securities registry | <u>New Zealand</u> +64 9 375 5998 <u>Australia</u> +61 1300 554 474 |
| Fax number of securities registry | <u>New Zealand</u> None <u>Australia</u> +61 2 9287 0303 |
| Email address of securities registry | <u>New Zealand</u> enquiries@linkmarketservices.co.nz <u>Australia</u> registrars@linkmarketservices.com.au |
| Type of subregisters the entity will operate ⁵ | CHESS and issuer sponsored subregisters |
| If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister | Not applicable |

All entities – key dates

| | |
|--|---|
| Annual balance date | 30 June |
| Month in which annual meeting is usually held (or intended to be held) ⁶ | October |
| Months in which dividends or distributions are usually paid (or are intended to be paid) | <p>Dividend policy is currently suspended. No dividends were paid for the financial years ending 30 June 2020, 30 June 2021 and 30 June 2022.</p> <p>Prior to suspension, dividends were usually paid as follows:</p> <ul style="list-style-type: none"> • Interim dividend: April • Final dividend: October <p>The dividend policy is to be reviewed by the Board of the Merged Group by the time of the FY23 results announcement in August 2023. Refer to Section 9.7 'Dividend policy' of the Replacement Scheme Booklet at Annexure 15 and page 14 of 2022 Annual Report at Annexure 16.</p> |

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: please indicate in the “Location/Confirmation” column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the entity’s most recent annual report or any subsequent interim report where that information is located or, in the case of a document, the folder tab number where that document is

⁵ Example: CHESS and issuer sponsored subregisters.

⁶ May not apply to some trusts.

located). If the item asks for confirmation of a matter, you may simply enter "Confirmed" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 10 copies of the entity's most recent annual report and any subsequent interim report referred to in item 5) are provided in a folder separated by numbered tabs.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

All entities – key supporting documents

| Nº | Item | Location/Confirmation |
|----|---|-----------------------|
| 1. | A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name) | See Annexures 3 and 5 |
| 2. | A copy of the entity's constitution | See Annexure 4 |
| 3. | Confirmation that the entity is subject to, and complies with, the listing rules (or their equivalent) of its overseas home exchange (Listing Rule 1.11 Conditions 2 and 3) | See Annexure 7 |
| | | |

4. Details of any waiver or all or part of any listing rule (or the equivalent) provided by home exchange that will be in effect upon admission (Listing Rule 1.11 Condition 4)⁷

The Company has been granted the following waivers of NZX Listing Rules:

- On 26 April 2013, a waiver was granted in respect of NZX LR 7.6.1, which prohibits an issuer from acquiring or redeeming equity securities of that issuer other than as prescribed by that rule. In 2006, the Company established a long term incentive scheme (**2006 Scheme**) and this scheme was replaced in 2009 with an updated scheme (**2009 Scheme**), the terms of which were similar to the 2006 Scheme. In 2009, the Company was granted a waiver of NZX LR 7.6.1 to allow it to redeem certain ordinary shares under the 2006 Scheme. The waiver granted in 2013 replaced the 2009 waiver and was granted to allow the Company to redeem certain ordinary shares under the 2006 Scheme or the 2009 Scheme. Waiver of NZX LR 7.6.1 is available here: <https://www.nzx.com/announcements/235568>
- On 22 May 2019, a waiver was granted in respect of NZX LR 6.5.2, which prohibits an option from conferring the right to a change in the exercise price or number of underlying equity securities if there is an issue of rights to the holders of those equity securities, unless certain conditions are met. The Company established a long-term incentive share option scheme in 2017 (**2017 Option Scheme**) for selected employees. The waiver was granted to allow the Company to issue options under the 2017 Option Scheme that confer the right to a change in exercise price and re-documented the prior waiver decision. Waiver of NZX LR 6.5.2 is available here: <https://www.nzx.com/announcements/335362>
- On 1 December 2021, a waiver was granted in respect of NZX LR 4.9.1(a) to the extent the rule would require the Company to offer its shares under the scheme of arrangement with Apollo Tourism and Leisure (ASX:ATL) to shareholders in other jurisdictions. Listing Rule 4.9.1(a) ordinarily only allows an issuer to issue equity securities in accordance with NZ takeover legislation (or similar

| N° Item | Location/Confirmation |
|--|--|
| | <p>takeover regimes of over jurisdictions) if the offer is made to all holders of any equity securities in any other entities listed on the NZX Main Board or on another stock exchange. The waiver was granted to allow the Company to, in respect of shareholders in other jurisdictions, issue shares to a nominee with instructions to sell them in an orderly manner and account to the shareholders in other jurisdictions. Waiver of NZX LR4.9.1(a) is available here: https://www.nzx.com/announcements/384474</p> |
| 5. 10 copies of the entity's most recent annual report and any subsequent interim report | See copy of the Company's FY21/22 Annual Report at Annexure 16 |
| 6. Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10) ⁸ | See Annexure 6 |
| 7. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable) | See Annexure 8 |
| 8. Please either enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or attach a statement explaining the circumstances and state the location of that statement | Confirmed |
| 9. Payment for the initial listing fee. ⁹ | Paid by EFT. |

⁷ ASX may require details of waivers to be released to the market (see the note to Listing Rule 1.11 Condition 4).

⁸ An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

⁹ See Guidance Notes 15 and 15A for the fees payable on the application. Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

All entities – capital structure

10. A table showing the existing and proposed capital structure of the entity, broken down as follows:

- (a) the number and class of each equity security and each debt security currently on issue; and
- (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and
- (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list.

Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.

10(a) – See section 8.5 '*Capital structure*' of the Replacement Scheme Booklet (at Annexure 15)

10(b) &(c) – See section 9.4 '*Capital structure and substantial shareholders*' of the Replacement Scheme Booklet

11. For each class of securities referred to in the table mentioned in item 10, the terms applicable to those securities

Note: This applies whether the securities are quoted or not.

For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).

For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates

For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).

See:

- the company's constitution (at Annexure 4), section 8.15 '*Comparison of Australian and New Zealand laws and summary of rights and liabilities attaching to thl Consideration Shares*' and Annexure F '*Comparison of Australian and New Zealand Laws and summary of the rights attaching to thl Consideration Shares*' of the Replacement Scheme Booklet (at Annexure 15) for the terms applicable to the company's ordinary shares; and
- section 8.13 '*thl's employee incentive plans*' of the Replacement Scheme Booklet for the terms applicable to the company's options and share rights.

12. If any class of securities which you are seeking to have quoted on ASX will not have CDIs issued over them, please obtain and provide an International Securities Identification Number (ISIN) for that class (ASX is not able to create a new ISIN for non-Australian issuers).

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All entities – other information

13. A brief history of the entity

The Company was incorporated as The Helicopter Line Limited under the *Companies Act 1955* (New Zealand) on 19 September 1984. The Company changed its name to Tourism Holdings Limited on 1 October 1996 and was re-registered to become a company under the *Companies Act 1993* (New Zealand) on 16 December 1996. The Company listed on the NZX Main Board on 3 June 1986, under the company code 'THL'.

The Company registered as a foreign company in Australia pursuant to the *Corporations Act 2001* (Cth) under the name 'Tourism Holdings Rentals Limited' on 22 November 2021.

The Company is a global tourism operator headquartered in Auckland, New Zealand. It is the largest provider of commercial RVs for rent and sale in Australia and New Zealand, and the second largest in North America. In New Zealand and Australia, the Company operates under the Maui, Britz and Mighty rental brands, and has a network of RV Super Centre retail and sales branches. Within New Zealand the Company also owns Action Manufacturing, a leading motorhome and specialist vehicle manufacturer, and a number of tourism businesses.

Approximately 1,100 people are employed by the Company and its subsidiaries.

See sections 8.2 'Overview' and 8.3 'History' of the Replacement Scheme Booklet (at Annexure 15)

14. Details of the entity's existing activities and level of operations

Refer to pages 16-79 of the Company's FY 21/22 Annual Report at Annexure 16

15. Confirmation that there is no information not already disclosed to the entity's home exchange that should have been disclosed under the rules of that exchange

Confirmed

Entities that are trusts

16. Please enter "Confirmed" in the column to the right to indicate that no-one is under an obligation to buy-back units in the trust or to allow a security holder to withdraw from the trust (Listing Rule 1.11 Condition 8(c))

Not applicable

Nº Item

Location/Confirmation

Entities that do not have a primary listing on NZX Main Board

17. A completed Appendix 1C Information Form and Checklist Annexure 1
(Entities that do not have a Primary Listing on the NZX Main Board)¹⁰

Not applicable

Entities that have a primary listing on NZX Main Board

18. A completed Appendix 1C Information Form and Checklist Annexure 2
(Entities that have a Primary Listing on the NZX Main Board)¹¹

See Annexure 2

Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.

¹⁰ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

¹¹ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

Information Form and Checklist

Annexure 2 (Entities that have a Primary Listing on the NZX Main Board)

Name of entity

ABN/ACN/ARBN/ARSN

Tourism Holdings Rentals Limited, a foreign company registered in its original jurisdiction of New Zealand as Tourism Holdings Limited

ARBN 655 142 028

This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.

***Instructions:** please complete each applicable item below. If an item is not applicable, please mark it as "N/A".*

Nº Item

Location/Confirmation

All entities

- For each director or proposed director, the CEO or proposed CEO, and the CFO or proposed CFO (together, "relevant officers") of the entity at the date of listing,¹ a list of the countries in which they have resided over the past 10 years (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)²

See Annexure 9

- For each relevant officer, a list of any other names or alias they have used in the past 10 years, including any maiden name or married name³ (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)

See Annexure 9

- For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by Australian Criminal Intelligence Commission which is not more than 12 months old (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)

See Annexure 10

- For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 3 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration⁴ from the relevant officer confirming that fact and that he or she has not been convicted in that country of:

See Annexure 11

- any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of his or her duties as a director or officer of a company or other entity; or

¹ If the entity applying for admission to the official list is a trust, references in items 1, 2, 3, 4, 5, 6 and 7 to a relevant officer mean a relevant officer of the responsible entity of the trust.

² The information referred to in items 1, 2, 3, 4, 5, 6 and 7 is required so that ASX can be satisfied that the relevant officer is of good fame and character under Listing Rule 1.11 Condition 11.

³ The sample statutory declaration referred to in item 7 below addresses this requirement. Note that if the relevant officer has used another name or alias (including a maiden name or married name) in the past 10 years, the criminal record and bankruptcy checks referred to in items 3, 4, 5, and 6 must cover all of the names or aliases the relevant officer has used over that period.

⁴ The sample statutory declaration referred to in item 7 below also addresses this requirement.

| Nº Item | Location/Confirmation |
|---|-----------------------|
| <p>(b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced),</p> <p>or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p> | |
| <p>5. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Australian Financial Security Authority National Personal Insolvency Index which is not more than 12 months old (Listing Rule 1.1 Condition 11 and Guidance Note 1 section 3.21)</p> | See Annexure 12 |
| <p>6. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 5 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration⁵ from the relevant officer confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p> | See Annexure 13 |
| <p>7. A statutory declaration⁶ from each relevant officer specifying whether they have used any other name or alias in the past 10 years and confirming that:</p> <p>(a) the relevant officer has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;</p> <p>(b) the relevant officer has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;</p> <p>(c) the relevant officer has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as a director or officer of a listed entity;</p> <p>(d) no listed entity of which he or she was a relevant officer (or, in the case of a listed trust, in respect of which he or she was a relevant officer of the responsible entity of the trust) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the Listing Rules applicable to that entity; and</p> <p>(e) the relevant officer is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above,</p> | See Annexure 14 |

⁵ The sample statutory declaration referred to in item 7 also addresses this requirement.

⁶ A sample statutory declaration is available from the ASX Compliance Downloads page on ASX's website.

| Nº | Item | Location/Confirmation |
|----|--|-----------------------|
| | or, if the relevant officer is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.18) | |

Entities applying under the profit test

| | | |
|-----|--|----------------|
| 8. | Evidence that the entity is a going concern or the successor of a going concern (Listing Rules 1.11 Condition 6(a) and 1.2.1) | Not applicable |
| 9. | Evidence that the entity has been in the same main business activity for the last 3 full financial years (Listing Rules 1.11 Condition 6(a) and 1.2.2) | Not applicable |
| 10. | Audited accounts for the last 3 full financial years, including the audit reports (Listing Rules 1.11 Condition 6(a) and 1.2.3(a)) | Not applicable |
| 11. | If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.2.3(b)) | Not applicable |
| 12. | A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.2.3(c)) ⁷ | Not applicable |
| 13. | Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least \$1 million (Listing Rules 1.11 Condition 6(a) and 1.2.4) | Not applicable |
| 14. | Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded \$500,000 (Listing Rules 1.11 Condition 6(a) and 1.2.5) | Not applicable |
| 15. | Is there a statement in the Offer Document that the entity's directors ⁸ have made enquiries and nothing has come to their attention to suggest that the entity is not continuing to earn profit from continuing operations up to the date of the Offer Document If so, where is it? If not, please attach such a statement signed by all of the entity's directors ⁹ (Listing Rule 1.2.6) | Not applicable |

Entities applying under the assets test

| | | |
|-----|--|---|
| 16. | Evidence that the entity has: (a) if it is not an investment entity, net tangible assets of at least \$4 million (after deducting the costs of fund raising) or a market capitalisation of at least \$15 million; (b) if it is an investment entity other than pooled development fund, net tangible assets of at least \$15 million; or (c) if it is a pooled development fund, net tangible assets of at least \$2 million (Listing Rules 1.11 Condition 6(a), 1.3.1 and 1.3.4) | See page 21 of Annexure A 'Independent Expert's Report' of the Replacement Scheme Booklet (Annexure 15) |
|-----|--|---|

⁷ Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

⁸ If the entity applying for admission to the official list is a trust, the statement should be made by the directors of the responsible entity of the trust.

⁹ If the entity applying for admission to the official list is a trust, the statement should be signed by all directors of the responsible entity of the trust.

| Nº | Item | Location/Confirmation |
|-----|--|--|
| 17. | Evidence that the entity's working capital (as shown in its reviewed pro forma statement of financial position under listing Rule 1.3.5(d)) is at least \$1.5 million (Listing Rules 1.11 Condition 6(a) and 1.3.3(c)) | See section 9.8 ' <i>Pro forma financial information</i> ' and Annexure B ' <i>Independent Limited Assurance Report</i> ' of the Replacement Scheme Booklet (Annexure 15). |
| 18. | Audited accounts for the last 2 full financial years, including the audit reports (Listing Rules 1.11 Condition 6(a) and Listing Rule 1.3.5(a)) | See Annexure 16 |
| 19. | If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.3.5(b)) | Not applicable |
| 20. | If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity, audited accounts for the last 2 full financial years for that other entity or business, including the audit reports (Listing Rules 1.11 Condition 6(a) and 1.3.5(c) first bullet point) | See Annexure 16 |
| 21. | If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity and the last full financial year for that other entity or business ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available) from the end of the last full financial year for that other entity or business, including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.3.5(c) second bullet point) | Not applicable |
| 22. | A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.3.5(d)) ¹⁰ | See section 9.8 ' <i>Pro forma financial information</i> ' and Annexure B ' <i>Independent Limited Assurance Report</i> ' of the Replacement Scheme Booklet (Annexure 15). |

¹⁰ Note: the review must be conducted by a registered company auditor or an overseas equivalent of a registered company auditor or independent accountant.