



## Announcement Summary

**Entity name**

JAYRIDE GROUP LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

28/9/2023

**The Proposed issue is:** A standard pro rata issue (including non-renounceable or renounceable) A placement or other type of issue**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
JAY	ORDINARY FULLY PAID	33,939,634

**Ex date**

3/10/2023

**+Record date**

4/10/2023

**Offer closing date**

23/10/2023

**Issue date**

30/10/2023

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
JAY	ORDINARY FULLY PAID	6,153,847

**Proposed +issue date**

5/10/2023

Refer to next page for full details of the announcement





## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

JAYRIDE GROUP 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

ACN

### Registration Number

155285528

### 1.3 ASX issuer code

JAY

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

28/9/2023

### 1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

A placement or other type of issue

### 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**

JAY : 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**

JAY : 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**

1

**For a given quantity of +securities held**

6



**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)**

33,939,634

**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 0.06500

**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**

The Company reserves its rights to determine the allocation of any over-subscriptions in its sole discretion, having regard to the terms of the Offer Booklet to be released in due course.

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

Yes

**Describe the scale back arrangements**

The Company reserves its rights to determine the allocation of any over-subscriptions in its sole discretion, having regard to the terms of the Offer Booklet to be released in due course.

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

Yes

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Part 3C - Timetable

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**3C.1 +Record date**

4/10/2023

**3C.2 Ex date**

3/10/2023



**3C.4 Record date**

4/10/2023

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

9/10/2023

**3C.6 Offer closing date**

23/10/2023

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

18/10/2023

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

24/10/2023

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

30/10/2023

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

31/10/2023

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

2/11/2023

Part 3E - Fees and expenses

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

Yes

**3E.1a Who is the lead manager/broker?**

Veritas Securities acted as Lead Manager to the Offer.

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Veritas is entitled to a fee of 4% on all funds raised.

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

Yes

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

The underwriters include Thorney Technologies Ltd, Tiga Trading Pty Ltd and Jasforce Pty Ltd (together, Thorney), Jonathan Beare, and the participant in the concurrent Placement being announced today.

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

In aggregate, the Underwriters are underwriting \$402,946.64 of the Offer above their commitment to take up their full entitlement allocations (where they are eligible shareholders) which is expected to total \$567,770.13.



In addition to these amounts, although not Underwriters, directors Rod Cuthbert and Rod Bishop have committed to take up their full entitlements totaling \$125,936.20 on which no fee will be paid to them.

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

Underwriters are being paid 2% on their committed and underwritten funds.

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

The Company will provide further disclosure as to the underwriting arrangements in a Cleansing Notice to be lodged with ASX contemporaneously.

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

No

**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**

None.

Part 3F - Further Information

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

Additional working capital.

**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**

Subject to the comment below at 3F.7 jurisdictions which may be ineligible includes China, Germany, Hong Kong, Indonesia, Norway, Singapore, United Kingdom, United States of America.

**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**

The Entitlement Offer is being made to all Eligible Shareholders. Nominees with registered addresses in the eligible jurisdictions, may participate in the Entitlement Offer in respect of some or all of the beneficiaries on whose behalf they hold Shares, provided that the applicable beneficiary would satisfy the criteria for an Eligible Shareholder.

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

<https://www.jayride.com/investors/>



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

In re 3F.4 The Company expects to make the offer to security holders with a registered address in Australia, New Zealand, Israel and any other jurisdictions where the Company is satisfied that the Entitlement Offer may be made to holders in compliance with applicable laws and without undue cost, expense, or regulation.

**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)



Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

No

Part 7B - Issue details

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**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

Details of +securities proposed to be issued

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**ASX +security code and description**

JAY : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

6,153,847

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.06500

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

Yes



Part 7C - Timetable

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**7C.1 Proposed +issue date**

5/10/2023

Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

6153847

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

Yes

**7E.1a Who is the lead manager/broker?**

Veritas Securities has acted as lead manager.

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Veritas is entitled to a fee not exceeding 6% on funds raised.

**7E.2 Is the proposed issue to be underwritten?**

No



**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

None.

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Additional working capital.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

**7F.3 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)