



Notice of General Meeting & Explanatory Statement

Axsesstoday Limited ACN 603 323 182

To be held at: Patersons Securities Limited, Level 15, 333 Collins Street, Melbourne, Victoria 3000
To be held on: Monday, 8 May 2017
Commencing: 10:00am (Melbourne time)

This Notice of General Meeting and Explanatory Statement should be read in their entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Letter from the Chairman

Dear Shareholders

We are pleased to invite you to the General Meeting of Axsesstoday Limited (**Company**).

This meeting has convened to approve the issue of 5,655,000 Shares issued on 30 March 2017 (**Tranche 1 Placement Shares**) and the 2,795,704 Shares proposed to be issued on 11 May 2017 (**Tranche 2 Placement Shares**).

The funds raised from the Tranche 1 Placement and the Tranche 2 Placement will be used for the following:

- to fund IT system upgrades (\$1.5m); and
- the balance applied to continue funding the rapid growth in the Company's core hospitality and transport segments as well as new products and capital raising costs.

The Directors consider that the Tranche 1 Placement and the Tranche 2 Placement and the corresponding resolutions presented for Shareholder approval are in the best interests of Shareholders. Accordingly, all of the Directors entitled to make a recommendation in respect of a particular resolution recommend that you vote in favour of adopting that resolution.

With respect to the General Meeting, this booklet contains the following:

- The notice of meeting for the General Meeting which contains information about the business to be conducted at the General Meeting, including the Resolutions to be put to the General Meeting (see Part B);
- Information explaining the business to be conducted at the General Meeting (see the Explanatory Statement at Part D); and
- How to vote, or appoint a proxy to vote on the Resolutions to be passed at the General Meeting (see Part C).

Please read the whole of this booklet carefully as it provides important information on the General Meeting, items of business and the Resolutions that you, as a Shareholder, are being asked to vote on.

Should you wish to discuss the matters in this Notice of General Meeting please do not hesitate to contact the Company Secretary, Mr Joe Flanagan, on (03) 9912 6923.

By order of the Board

Dated: 6 April 2017



Kerry Daly
Chairman
Axsesstoday Limited

Important dates

Date of issue of the Tranche 1 Placement Shares	30 March 2017
Despatch of this Notice of General Meeting	6 April 2017
Deadline for lodgement of proxy forms for the General Meeting	10:00am (Melbourne time) on 6 May 2017
General Meeting	10:00am (Melbourne time) on 8 May 2017
Company notifies ASX that the Resolutions have been passed at the General Meeting	8 May 2017
Presently anticipated date of issue of the Tranche 2 Placement Shares	11 May 2017

*Dates are indicative only and subject to change. The occurrence of milestones after the General Meeting are conditional on the passing of the Resolutions at the General Meeting.

Part A – Glossary

\$	Australian dollars.
ASIC	The Australian Securities & Investments Commission.
ASX	The Australian Securities Exchange operated by ASX Limited.
ASX Listing Rules	The listing rules of the ASX.
Board	The board of directors of the Company.
Company	Aksesstoday Limited ACN 603 323 182.
Constitution	The constitution of the Company.
Corporations Act	The <i>Corporations Act 2001</i> (Commonwealth) for the time being in force together with the regulations of the Corporations Act.
Directors	The directors of the Company.
Explanatory Statement	The explanatory statement accompanying the Notice of General Meeting and contained in Part D.
Glossary	The glossary contained in Part A to this booklet.
General Meeting	The general meeting of Shareholders.
Melbourne time	Australian Eastern Standard Time in Melbourne.
New Placement Shares	Those shares proposed to be placed to sophisticated or professional investors pursuant to Resolution 2.
Notice of General Meeting	The notice of the General Meeting accompanying the Explanatory Statement for the General Meeting and contained in Part B.
Part	A part of this booklet.
Program Force Pty Ltd	Program Force Pty Ltd ACN 074 617 824 ATF Meydan Family Trust No 4, an entity controlled by Yaniv Meydan, a Director.
Tranche 1 Placement	The placement of the Tranche 1 Placement Shares to sophisticated or professional investors which completed on 30 March 2017.
Tranche 1 Placement Shares	Those 5,655,000 Shares issued within the Company's 15% limit permitted under ASX Listing Rule 7.1.
Tranche 2 Placement	The proposed placement of the Tranche 2 Placement Shares to sophisticated or professional investors to be completed on or about 11 May 2017.
Tranche 2 Placement Shares	Those 2,795,704 Shares proposed to be issued pursuant to the Tranche 2 Placement.
Proxy Form	The proxy form accompanying this booklet.
Resolution(s)	The resolution(s) contained in the Notice of General Meeting.
Shareholders	The holders of all shares issued in the Company and Shareholder means any one of them.
Shares	All of the shares on issue in the share capital of the Company and Share means any one of them.

Part B – Notice of General Meeting

Time and place

Notice is hereby given that the General Meeting of the Company will be held as follows:

- Held at: Patersons Securities Limited, Level 15, 333 Collins Street, Melbourne, Victoria 3000
- Commencing at: 10:00am (Melbourne time) on Monday, 8 May 2017.

Explanatory Statement

The Explanatory Statement which accompanies and forms part of this Notice of General Meeting describes the matters to be considered at the General Meeting.

Defined terms

Defined terms used in this Notice of General Meeting have the meanings given to them in the Glossary accompanying this Notice of General Meeting at Part A.

ORDINARY BUSINESS

1. Resolution 1: Ratification of prior issue of Tranche 1 Placement Shares

To consider and, if thought fit, pass the following resolution, with or without amendment, as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the issue and allotment of 5,655,000 fully paid ordinary shares in the capital of the Company, at a price of \$1.42 per share to professional and sophisticated investors, by the Company to raise \$8,030,100 to fund IT system upgrades (\$1.5m) with the balance applied to continue funding the rapid growth in the Company's core hospitality and transport segments as well as new products and capital raising costs on the terms and conditions set out in the Explanatory Statement."

The Company will disregard any votes cast on this resolution by a person who participated in the issue of the Tranche 1 Placement Shares, and any associates of that person. However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

2. Resolution 2: Approval of proposed issue of the Tranche 2 Placement Shares

To consider and, if thought fit, pass the following resolution, with or without amendment, as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, Shareholders approve the issue, not later than three (3) months after the date of this General Meeting, of up to 2,795,704 fully paid ordinary shares in the capital of the Company, at a price of \$1.42 per share, to sophisticated or professional investors at the discretion of the Board, to raise \$3,969,900 on the terms and conditions set out in the Explanatory Statement."

The Company will disregard any votes cast on this resolution by a person who may participate in the issue (including Program Force Pty Ltd), and associate or associates of that person. However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

3. Resolution 3: Approval for Program Force Pty Ltd (an entity controlled by a Director) to participate in the Tranche 2 Placement

To consider and, if thought fit, pass the following resolution, with or without amendment, as an **ordinary resolution**:

"That for the purposes of ASX Listing Rule 10.11 and all other purposes, Shareholders approve the participation by Program Force Pty Ltd (an entity controlled by Yaniv Meydan) in the Tranche 2 Placement, by way of the issue of 400,000 fully paid ordinary shares in the capital of the Company, at a price of \$1.42 per share on the terms and conditions set out in the Explanatory Statement."

The Company will disregard any votes cast on this resolution by Program Force Pty Ltd and any associates of Program Force Pty Ltd. However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

OTHER BUSINESS

To transact any other business which may be brought forward in accordance with the Constitution.

Part C – How to vote

If you are entitled to vote at the General Meeting, you may vote by attending the meeting in person or by attorney, proxy or, in the case of corporate shareholders, corporate representative.

1. How to vote

You may vote in one of two ways:

- attending the meeting and voting in person (if a corporate shareholder, by representative); or
- voting by proxy (see below on how to vote by proxy).

2. Your vote is important

The business of the General Meeting affects your shareholding and your vote is important.

3. Corporations

To vote at the General Meeting, a Shareholder that is a corporation must appoint an individual to act as its representative. The appointment must comply with section 250D of the Act. The representative should bring to the General Meeting evidence of his or her appointment, including any authority under which it is signed.

Alternatively, a corporation may appoint a proxy.

4. Voting in person

To vote in person, attend the meeting on the date and at the time and place set out above.

5. Voting by proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder; and
- a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints 2 proxies and the appointment does not specify the proportion or number of the Shareholder's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that changes to the Corporations Act made in 2011 mean that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed. Further details on these changes are set out below.

Proxy vote if appointment specifies way to vote

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (ie as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution, the proxy must not vote on a show of hands; and
- if the proxy is the chair of the meeting at which the resolution is voted on, the proxy must vote on a poll, and must vote that way (ie as directed); and
- if the proxy is not the chair, the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (ie as directed).

Transfer of non-chair proxy to chair in certain circumstances

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the meeting; or
 - the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

6. Eligibility to vote

The Directors have determined pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the General Meeting are those that are registered Shareholders at 7:00pm (Melbourne time) on 6 May 2017. If you are not the registered holder of a relevant Share at that time you will not be entitled to vote in respect of that Share.

7. Voting procedure

Every question arising at this General Meeting will be decided in the first instance by a show of hands. A poll may be demanded in accordance with the Constitution. On a show of hands, every Shareholder entitled to vote who is present in person or by proxy, representative or attorney, will have one vote. Upon a poll, every person entitled to vote who is present in person or by proxy, representative or attorney will have one vote for each voting share held by that person.

8. Enquiries

For all enquiries, please contact the Company Secretary, Mr Joe Flanagan on (03) 9912 6923 (within Australia) and +61 3 9912 6923 (outside Australia).

Part D – Explanatory Statement

This Explanatory Statement forms part of the Notice of General Meeting convening the General Meeting of Shareholders of the Company to be held at Patersons Securities Limited, Level 15, 333 Collins Street, Melbourne, Victoria 3000, commencing at 10:00am (Melbourne time) on Monday, 8 May 2017.

This Explanatory Statement is to be read in conjunction with the Notice of General Meeting.

Purpose

The purpose of this Explanatory Statement is to provide information which the Directors believe is material to Shareholders in deciding whether or not to pass the Resolutions to be put forward in the General Meeting.

The Directors recommend Shareholders read the Notice of General Meeting and this Explanatory Statement in full before making any decisions relating to the Resolutions contained in the Notice of General Meeting.

Defined terms

Defined terms used in this Explanatory Statement have the meanings given to them in the Glossary accompanying this Explanatory Statement at Part A.

Further information

If you have any queries in respect to any of the matters set out in this booklet, please contact the Company Secretary, Mr Joe Flanagan on (03) 9912 6923 (within Australia) and +61 3 9912 6923 (outside Australia).

1. Resolution 1 – Ratification of prior issue of Tranche 1 Placement Shares

(a) Purpose of Resolution

On 30 March 2017, the Company completed a placement of 5,655,000 new ordinary shares at an issue price of \$1.42 per share (**Tranche 1 Placement Shares**) to raise \$8,030,100 (before costs).

The Tranche 1 Placement Shares were issued to various sophisticated investors, who are not related parties or associates of related parties of the Company.

The funds raised from the issue of Tranche 1 Placement Shares was to fund IT system upgrades (\$1.5m) with the balance applied to continue funding the rapid growth in the Company's core Hospitality and Transport segments as well as new products and capital raising costs.

The Tranche 1 Placement Shares were issued within the Company's 15% Placement Capacity permitted under ASX Listing Rule 7.1.

Approval under ASX Listing Rule 7.4 is being sought so that the issue of the Tranche 1 Placement Shares is treated as having been made with approval of ASX Listing Rule 7.1 and hence so that it does not reduce the 15% Placement Capacity (defined in (b) below).

Resolution 1 is an ordinary resolution.

(b) Overview of regulatory approval requirements

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period (**15% Placement Capacity**) without Shareholder approval.

ASX Listing Rule 7.4 provides that an issue of securities made without approval for the purpose of ASX Listing Rule 7.1 is treated as having been made with approval for the purpose of ASX Listing Rule 7.1 if the issue did not breach ASX Listing Rule 7.1 (ie be in excess of, or bring the Company above, the 15% Placement Capacity) and Shareholders subsequently approve it.

(c) **Specific information**

ASX Listing Rule 7.5 requires certain information to accompany a Notice of General Meeting in relation to approval sought under ASX Listing Rule 7.4.

For the purposes of Shareholder ratification of the issue of the Tranche 1 Placement Shares and the requirements of ASX Listing Rule 7.5, information is provided as follows:

ASX Listing Rule 7.5 requirement	Information
Persons to whom the Tranche 1 Placement Shares were issued:	Institutions and investors (each being a sophisticated or professional investor for the purposes of section 708 of the Corporations Act).
Total number of securities allotted:	5,655,000 Tranche 1 Placement Shares.
Date of issue:	30 March 2017.
The issue price of the securities:	The Tranche 1 Placement Shares will be issued for \$1.42 per Tranche 1 Placement Share.
Terms of issue of the securities:	The Tranche 1 Placement Shares are fully paid ordinary shares ranking equally with the Company's existing listed ordinary shares. The Company applied to the ASX for quotation of the Tranche 1 Placement Shares on the ASX. These were admitted to quotation on 30 March 2017.
The use (or intended use) of funds	The funds will be used for IT system upgrades (\$1.5m) with the balance applied to continue funding the rapid growth in the Company's core hospitality and transport segments as well as new products and capital raising costs
Voting exclusion statement:	Voting exclusion statements are contained in the Notice of General Meeting.

(d) **Directors' recommendations and interests**

The Directors recommend that Shareholders vote in favour of Resolution 1.

Each Director who is also a Shareholder and who is not otherwise restricted from voting intends to vote in favour of Resolution 1.

The Chairman of the General Meeting intends to vote undirected proxies in favour of Resolution 1.

2. Resolution 2 – Approval of proposed issue of the Tranche 2 Placement Shares

(a) Purpose of resolution

Resolution 2 seeks Shareholder approval for the purpose of satisfying ASX Listing Rule 7.1 to allow the issue of up to 2,795,704 new ordinary shares at an issue price of \$1.42 per share (**Tranche 2 Placement Shares**) to raise \$3,969,900.

Resolution 2 is an ordinary resolution.

(b) Overview of regulatory approval requirements

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period (**15% Placement Capacity**) without Shareholder approval.

In the event Resolution 1 is passed, the issue of the Tranche 2 Placement Shares under Resolution 2 will not exceed this 15% Placement Capacity. Notwithstanding that, approval under ASX Listing Rule 7.1 is being sought so that the issue of the Tranche 2 Placement Shares does not reduce the 15% Placement Capacity.

(c) Specific information

ASX Listing Rule 7.3 requires certain information to accompany a Notice of General Meeting in relation to approval sought under ASX Listing Rule 7.1. This information is set out below:

ASX Listing Rule 7.3 requirement	Information
Maximum number of securities to be issued:	A maximum of 2,795,704 fully paid Tranche 2 Placement Shares will be issued.
Date by which the securities will be issued:	The allotment of the Tranche 2 Placement Shares is anticipated to occur on 11 May 2017. In any event, the Tranche 2 Placement Shares will be issued no later than three (3) months after the date of the General Meeting (or such other date as is permitted by an ASX waiver of the ASX Listing Rules, the Corporations Act and/or the ASIC).
The issue price of the securities:	The Tranche 2 Placement Shares will be issued for \$1.42 per Tranche 2 Placement Share.
Names of the allottees :	The names of the proposed allottees are not known and the quantity of the Tranche 2 Placement Shares to be issued to each allottee is not known. The Tranche 2 Placement Shares will be issued to Institutions and investors (each being a sophisticated or professional investor for the purposes of section 708 of the Corporations Act) at the discretion of the Board. Subject to Shareholder approval of Resolution 3 up to 400,000 of the Tranche 2 Placement Shares may be allotted to Program Force Pty Ltd (or its nominees) as detailed in paragraph 3 below. The Tranche 2 Placement Shares will otherwise be allotted to investors who are not related parties or associates of related parties of the Company.
Terms of the	The Tranche 2 Placement Shares to be issued pursuant to

securities:	Resolution 2 shall be fully paid ordinary shares ranking equally with the Company's existing listed ordinary shares. The Company will apply to ASX for quotation of the Tranche 2 Placement Shares on the ASX.
The intended use of funds raised:	It is intended that the funds raised by the issue of the Tranche 2 Placement Shares will be used to fund IT system upgrades (\$1.5m) with the balance applied to continue funding the rapid growth in the Company's core hospitality and transport segments as well as new products and capital raising costs.
The dates of allotment:	The allotment of the Tranche 2 Placement Shares is anticipated to occur on 11 May 2017.
Voting exclusion statement:	Voting exclusion statements are contained in the Notice of General Meeting.

(d) **Directors' recommendations and interests**

The Directors recommend that Shareholders vote in favour of Resolution 2.

Each Director who is also a Shareholder and who is not otherwise restricted from voting, intends to vote in favour of Resolution 2.

The Chairman of the General Meeting intends to vote undirected proxies in favour of Resolution 2.

3. **Resolution 3, Approvals for Program Force Pty Ltd to participate in the Tranche 2 Placement**

(a) **Purpose of resolution**

The passing of Resolution 3 will permit an entity, namely, Program Force Pty Ltd, which is controlled by a Director, namely, Yaniv Meydan, to participate in the Tranche 2 Placement (by way of a take-up of 400,000 of the Tranche 2 Placement Shares) on the same basis as those individuals and/or entities who are not related parties or associates of related parties of the Company, other than that the Tranche 2 Placement Shares will only be issued to Program Force Pty Ltd after shareholder approval pursuant to Resolution 3 is received.

The 400,000 Tranche 2 Placement Shares to which Resolution 3 applies are included in the total number of Tranche 2 Placement Shares referred to in Resolution 2 (and are consequently also being approved under ASX Listing Rule 7.1) and will have the same terms and conditions as those Tranche 2 Placement Shares.

If Shareholders do not approve Resolution 3, the Company will not issue Tranche 2 Placement Shares to Program Force Pty Ltd.

Resolution 3 is an ordinary resolution.

(b) **Overview of regulatory approval requirements**

ASX Listing Rule 10.11

ASX Listing Rule 10.11 requires the Company to obtain the approval of Shareholders before issuing securities to a related party of the Company. A related party includes a Director or an entity controlled by a Director.

As the issue to Program Force Pty Ltd of 400,000 of the Tranche 2 Placement Shares constitutes an issue of securities to a related party of the Company, Shareholder approval pursuant to ASX Listing Rule 10.11 is required unless an

exception applies. It is the view of the Board that the exceptions set out in ASX Listing Rule 10.12 do not apply in the current circumstances.

Section 208 of Corporations Act

Section 208 of the Corporations Act provides that for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

- (i) obtain the approval of the public company's members in the manner set out in Sections 217 to 227 of the Corporations Act; and
- (ii) give the benefit within fifteen (15) months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

It is the view of the Board that Shareholder approval under section 208 of the Corporations Act is not required as the exception in section 210 of the Corporations Act applies in the current circumstances as the Tranche 2 Placement will be issued to Program Force Pty Ltd on the same terms as non-related party participants in the Tranche 2 Placement and as such the giving of the financial benefit to Program Force Pty Ltd (an entity controlled by a Director) will be on arm's length terms.

Chapter 6 of the Corporations Act

Section 606 of the Corporations Act prohibits a person from acquiring a relevant interest in voting shares in a listed company if, because of that acquisition, the person's voting power in the company increases from a starting point that is above 20% and below 90%. That general prohibition is subject to a number of exceptions set out in section 611 of the Corporations Act.

Relevantly, item 9 in section 611 allows an acquisition by a person if, throughout the 6 months before the acquisition, that person has had voting power in the relevant company of at least 19% and, as a result of the acquisition, the person would not have voting power in the company more than 3 percentage points higher than they had 6 months before the acquisition (commonly known as the "3% creep" exception).

The voting power of Program Force Pty Ltd 6 months before the proposed issue of the 400,000 Tranche 2 Placement Shares (on 11 November 2016) was 41.25%.

Following the issue of the 400,000 Tranche 2 Placement Shares the subject of Resolution 3, the voting power of Program Force Pty Ltd will be 25.62%. As such the voting power of Program Force Pty Ltd following the issue of the 400,000 Tranche 2 Placement Shares will not be more than 3% higher than its voting power 6 months prior to those issues.

In the circumstances, the Board considers that the 3% creep exception applies to the proposed issue of the 400,000 Tranche 2 Placement Shares to Program Force Pty Ltd on the basis that the voting power of Program Force Pty Ltd as at 11 November 2016 and the voting power of Program Force Pty Ltd as at 11 May 2017 (the anticipated date of issue of the 400,000 Tranche 2 Placement Shares) will not have increased by more than 3%; in fact the voting power will have decreased by 15.63%.

Accordingly, the acquisition by Program Force Pty Ltd of the 400,000 Tranche 2 Placement Shares will not breach section 606 of the Corporations Act.

(c) Specific information

ASX Listing Rule 10.13 requires certain information to accompany a Notice of General Meeting in relation to approval sought under ASX Listing Rule 10.11. This information is set out below:

The current direct and indirect shareholdings of Mr Yaniv Meydan are as follows:

Name	Current Holding		Securities proposed to be issued pursuant to Resolution 3		Total holding if Resolutions 2 and 3 are approved	
	Shares	Performance Shares	Shares	Performance Shares	Shares	Performance Shares
Program Force Pty Ltd	11,425,246	2,062,319 (Tranche 1) 3,299,710 (Tranche 2)	400,000	2,062,319 (Tranche 1) 3,299,710 (Tranche 2)	11,825,246	2,062,319 (Tranche 1) 3,299,710 (Tranche 2)

ASX Listing Rule 10.13 requirement	Information
Name of the person:	Program Force Pty Ltd, an entity controlled by Mr Yaniv Meydan, a Director, and hence a related party of the Company.
The maximum number of securities to be issued:	If passed, Resolution 3 will permit Program Force Pty Ltd, an entity controlled by Yaniv Meydan to acquire 400,000 Tranche 2 Placement Shares.
The date by which the Company will issue the securities:	The allotment of the 400,000 Tranche 2 Placement Shares is anticipated to occur on 11 May 2017 (the same date as for all of the Tranche 2 Placement Shares). The requirement under ASX Listing Rule 10.13 is that 400,000 Tranche 2 Placement Shares must be issued to directors (or their nominees) not more than one (1) month after the date of the General Meeting (or such other date as is permitted by an ASX waiver of the ASX Listing Rules, the Corporations Act and/or the ASIC).
The issue price of the securities:	The 400,000 Tranche 2 Placement Shares will be issued for \$1.42 per Tranche 2 Placement Share.
Terms of the securities:	The 400,000 Tranche 2 Placement Shares to be issued pursuant to Resolution 3 will be fully paid ordinary shares ranking equally with the Company's existing listed ordinary shares. The Company will apply to ASX for quotation of the Tranche 2 Placement Shares on the ASX.
The intended use of funds raised:	It is intended that the funds raised by the issue of the Tranche 2 Placement Shares will be used to fund IT system upgrades (\$1.5m) with the balance applied to continue funding the rapid growth in the Company's core Hospitality and Transport segments as well as new products and capital raising costs.
Voting exclusion statement:	Voting exclusion statements are contained in the Notice of General Meeting.

(d) **Directors' recommendations and interests**

The Directors with the exception of Mr Yaniv Meydan recommend that Shareholders vote in favour of Resolution 3.

Each Director who is also a Shareholder and who is not otherwise restricted from voting, intends to vote in favour of Resolution 3.

The Chairman of the General Meeting intends to vote undirected proxies in favour of Resolution 3.

LODGE YOUR VOTE



ONLINE

www.linkmarketservices.com.au



BY MAIL

Aksesstoday Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138; or
Level 12, 680 George Street, Sydney NSW 2000



ALL ENQUIRIES TO

Telephone: 1300 554 474 Overseas: +61 1300 554 474

PROXY FORM

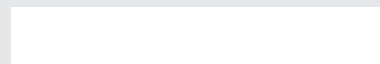
I/We being a member(s) of Aksesstoday Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY



the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy



or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the General Meeting of the Company to be held at **10:00am on Monday, 8 May 2017 at Patersons Securities Limited, Level 15, 333 Collins Street, Melbourne, Victoria 3000** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒.

Resolutions

For Against Abstain*

- 1** Ratification of prior issue of Tranche 1 Placement Shares

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------	--------------------------

- 2** Approval of proposed issue of the Tranche 2 Placement Shares

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------	--------------------------

- 3** Approval for Program Force Pty Ltd (an entity controlled by a Director) to participate in the Tranche 2 Placement

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------	--------------------------



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)



Joint Shareholder 2 (Individual)



Joint Shareholder 3 (Individual)



Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am on Saturday, 6 May 2017**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link www.linkmarketservices.com.au into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Axesstoday Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138

or

Level 12
680 George Street
Sydney NSW 2000

* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**