

Share purchase plan offer and application form**For all enquiries contact the company share registry, by:**

Telephone: +61 (0)8 9389 8033

Email: admin@advancedshare.com.au**Key details**

Record date 20 December 2017 at 7:00 pm (Melbourne time)
Closing date 25 January 2018 at 7:00 pm (Melbourne time)
Issue new shares 2 February 2018
Issue price per share \$0.17
Application amount \$2,500, \$5,000, \$7,500, \$10,000, \$12,500 or \$15,000

**THIS IS AN IMPORTANT DOCUMENT THAT
REQUIRES YOUR IMMEDIATE ATTENTION**

TasFoods Limited (**Company**) invites you to apply for fully paid ordinary shares in the Company under its share purchase plan (**SPP**), a copy of which is attached to, or accompanies, this form. This invitation (**Offer**) is made to you on and subject to the terms set out in this form and the SPP.

Apply by BPAY

Contact your financial institution to make your payment from your cheque or savings account

You do not need to return this form if paying by BPAY**Apply by post**

Complete this form and post it with your cheque, money order or bank draft in favour of 'TasFoods Limited' to:

Advanced Share Registry Limited
PO Box 1156
Nedlands WA 6909
Australia

Important certification

By completing and submitting the application form or paying for shares under the Offer by using the BPAY facility, you certify, represent and warrant as true and not misleading for the benefit of the Company that the total application price for:

- (a) the shares applied for under this application form;
- (b) any other ordinary shares in the Company you have applied for under the SPP or that have been issued to you under the SPP or a similar arrangement in the previous 12 months;
- (c) any other ordinary shares in the Company which you have instructed a custodian to acquire on your behalf under an offer made to the custodian under the SPP similar to the Offer; and
- (d) any other ordinary shares in the Company issued to a custodian under the SPP or an arrangement similar to the SPP in the previous 12 months as a result of an instruction given by you to the custodian or another custodian and which resulted in you holding beneficial interests in the shares;

does not exceed \$15,000, unless you are applying for shares for multiple persons as a custodian (as defined in ASIC class order [CO 09/425]) and provide a custodian certificate in the form required by the Company when making the application.

Please indicate the value of ordinary shares you want to apply for under the Offer by marking one box below only:

☐ \$2,500 ☐ \$5,000 ☐ \$7,500 ☐ \$10,000 ☐ \$12,500 ☐ \$15,000

Contact details**Name****Daytime telephone number****Cheque/money order/bank draft details**

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Drawer	Instrument number	BSB number	Account number	Amount

The Offer closes at **7:00 pm (Melbourne time) on 25 January 2018**. If you wish to apply for shares under the Offer, you must do so before the Offer closes. Instructions about how to apply for shares under the Offer are set out on the back of this form.

TERMS OF OFFER

Eligibility and entitlement

1. You are eligible to participate in, and apply for shares under, the Offer if you were registered as a shareholder of the Company at 7:00 pm (Melbourne time) on 20 December 2017 (**Record Date**), and at that time your address in the Company's register of members was in Australia or New Zealand **provided** that you are not, and are not acting for the account or benefit of, a U.S. Person (as defined in Regulation S under the U.S. Securities Act).
2. If you are eligible to participate in the Offer, you are entitled to apply for ordinary shares in the Company with an aggregate issue price of \$2,500, \$5,000, \$7,500, \$10,000, \$12,500 or \$15,000 (with fractional entitlements to new shares being rounded up to the nearest whole number), subject to clause 3 below and the Company's right to scale back applications if the total issue price of the shares applied for exceeds \$2,000,000 (see clauses 12 to 14 below).
3. If you are a custodian (as defined in ASIC class order [CO 09/425]) you may apply for \$2,500, \$5,000, \$7,500, \$10,000, \$12,500 or \$15,000 worth of ordinary shares in the Company for each person (**beneficiary**):
 - (a) on whose behalf you are holding ordinary shares (provided the person is not also a custodian); or
 - (b) on whose behalf another custodian (**downstream custodian**) holds beneficial interests in ordinary shares and the custodian holds the ordinary shares to which those beneficial interests relate on behalf of the downstream custodian or another custodian;at 7:00 pm (Melbourne time) on the Record Date, and otherwise on the same basis as though the beneficiary were an eligible shareholder applying for shares on his or her own behalf.

Issue price

4. The issue price for each share is \$0.17. This was calculated having regard to the market price of the Company's fully paid ordinary shares on the financial market operated by ASX Limited (**ASX**) and represents a discount of approximately 2.86% to the market price of the shares over the 5 trading days starting on 11 December 2017 and ending on 15 December 2017, being approximately \$0.175 a share. However, please note that the market price of the Company's shares may change between the date of the Offer and the date when the shares are issued to you under the Offer. This means that the issue price you pay for a share under the Offer may be either higher or lower than its market price when you receive the share.

How to apply for shares

Pay by cheque, money order or bank draft

5. If you wish to apply for shares under the Offer and pay for them by cheque, money order or bank draft, you should complete the application form overleaf as noted, and then send the completed form to the Company's share registrar, Advanced Share Registry Limited, together with your cheque, money order or bank draft for the value of shares you have applied for (i.e. \$2,500, \$5,000, \$7,500, \$10,000, \$12,500 or \$15,000), by:
 - (a) post to Advanced Share Registry Limited, PO Box 1156, Nedlands, Western Australia, 6909, Australia; or
 - (b) hand delivery to Advanced Share Registry Limited, 110 Stirling Highway, Nedlands, Western Australia, 6009, Australia;so that they are received by no later than the close of the Offer at **7:00 pm (Melbourne time) on 25 January 2018**.
6. Cheques, money orders and bank drafts must be for payment in Australian currency and drawn on an Australian financial institution or an Australian branch of a foreign financial institution. Cheques, money orders and bank drafts should be made payable to 'TasFoods Limited' and crossed 'Not Negotiable'. Do not send cash.
7. The Company is not required to issue any shares applied for in this way unless the completed application form and a cheque, money order or bank draft for the full value of the shares applied for is received by the close of the Offer, and there are sufficient funds in the account on which the instrument is drawn so that the instrument clears in favour of the Company when it is first presented for payment.

Pay by BPAY

8. Alternatively, you may wish to make payment through the BPAY facility. Payment by BPAY should be made in accordance with the instructions overleaf using the biller code and reference number shown on the form and must be made so that it is received by no later than the close of the Offer at **7:00 pm (Melbourne time) on 25 January 2018**. **If you make your payment by BPAY you do not need to lodge the application form.** In that case, you will be taken to have applied for the value of shares under the Offer equal to the amount paid by BPAY.

9. The Company is not required to issue any shares applied for under the Offer in this way unless payment is received via the BPAY facility for the value of shares applied for by the close of the Offer.

Application by custodian for multiple beneficiaries

10. If you are a custodian (as defined in ASIC class order [CO 09/425]) and wish to apply for shares under the Offer for more than 1 person as a custodian, you will need to complete and submit a custodian certificate in the form required by the Company when making the application. Please contact the Company's share registrar to obtain the form of custodian certificate (see contact details overleaf).

Scale back

11. If the total issue price of the shares applied for under the Offer exceeds \$2,000,000, the Company reserves the right to scale back applications for shares offered under the Offer so that the total issue price of the shares issued under the Offer does not exceed that amount. The extent and manner of any scale back will be determined by the Company in its absolute discretion on the basis that it results in an allocation of shares that best approximates a pro rata reduction in the value of shares applied for by shareholders (**eligible shareholders**) who are eligible to participate in the Offer, provided that the Company may, in its absolute discretion, limit the application of any scale back such that it does not result in an applicant acquiring less than \$2,500 worth of shares or an applicant who is a custodian acquiring less than \$2,500 worth of shares for each of its beneficiaries (or such lesser amount determined by the Company in its absolute discretion as may be required to ensure the total capital raised does not exceed the maximum noted above).
12. If scale back applies, eligible shareholders may receive less than the shares applied for, in which case any money received in excess of the amount required to pay the issue price of the shares acquired will be refunded without interest.
13. If a scale back would result in a fractional number of shares, the entitlement will be rounded down to the nearest whole number of shares.

Acceptance of terms

14. By completing and submitting the application form or paying for shares under the Offer by using the BPAY facility you accept and agree to the terms of the Offer and you represent and warrant as true and not misleading for the benefit of the Company that:
 - (a) if your address recorded in the Company's register of members at the Record Date was in New Zealand, you continued to hold ordinary shares in the Company as at the opening of the Offer i.e. when this offer and application form was dispatched to you on 5 January 2018;
 - (b) you are not, and are not acting for the account or benefit of, a U.S. Person (as defined in Regulation S under the U.S. Securities Act); and
 - (c) you are able to participate in the Offer without breaching any applicable law or regulation (you should seek professional advice before doing so if there is any doubt about this).

Allow Offer to lapse

15. Your entitlement to apply for shares under the Offer may be valuable. If you decide not to apply for any shares under the Offer, you are not required to do anything. In that case, your entitlement will lapse without any benefit to you.

Privacy

16. The application form and BPAY facility require you to provide information that may be personal information for the purposes of the *Privacy Act 1988* (Cth). The Company and its share registrar collect, hold and use personal information in order to assess applications for shares, service the needs of shareholders, provide facilities and services, and to administer the Company generally.
17. By completing and submitting the application form or paying for shares under the Offer by using the BPAY facility, you agree that the information provided may be used for the purposes set out above and may be disclosed for those purposes to the Company, its share registrar and the Company's related bodies corporate, agents, contractors and third party service providers, including mailing houses and professional advisers, and to ASX and other regulatory authorities.