# Information Form and Checklist

# (ASX Foreign Exempt Listing)

Name of entity

Freightways Group Limited ARBN 664 944 147

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 and in any Annexures have the same meaning as in the ASX Listing Rules.

If an applicant is admitted to the Official List of ASX, this Information Form and Checklist will be released on the Market Announcements Platform at the time of admission. Prior to admission, and promptly after this Information Form and Checklist is submitted to ASX, certain key details regarding the upcoming listing will be published on the ASX website at: https://www2.asx.com.au/listings/upcoming-floats-and-listings.

# Part 1 – Key Information

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

#### Corporate details

Legal name <sup>1</sup>	Freightways Group Limited		
Trading name	Freightways Group Limited		
Date of incorporation or establishment	4 December 2002		
Place of incorporation or establishment	Country	New Zealand	
	State (Province, County, etc.)	N/A	
All Australian registration numbers (as appropriate)	ABN		
	ARBN	664 944 147	
Foreign incorporation reference number, 2 if applicable	New Zealand Company number 1255822, NZBN 9429036246380		
Legal entity identifier (LEI), <sup>3</sup> if applicable			

<sup>&</sup>lt;sup>1</sup> As registered with ASIC.

The equivalent registration number to an ABN or ACN in the country of incorporation or establishment.

The LEI is a standard identifier that provides verified data on legal entities registered on a centralised system, the Global LEI System. Providing a LEI is voluntary. If the entity does not have a LEI leave this field blank. For Issuers who choose to voluntarily provide their LEI (where available), ASX will record

Legislation under which incorporated or established	New Zealand Companies Act 1993	
Address of registered office in place of incorporation or establishment	Second floor, Freightways House, 32 Botha Road, Penrose, Auckland 1061, New Zealand	
Address of registered office in Australia (if any)	Local Agent appointed - Australian fully owned subsidiary IMS Group Australia Pty Ltd ACN 121 705 628 with registered address of Suite 2, Level 4, 210 Kings Way, South Melbourne, Victoria, 3205	
Main business activity	Express package, information management and waste destruction and renewal services	
Country where main business activity is mostly carried on	New Zealand	
Home exchange and listing category <sup>4</sup>	NZX Main Board	
Any other exchanges on which the entity is listed	No	
Street address of principal administrative office	Second floor, Freightways House, 32 Botha Road, Penrose, Auckland 1061, New Zealand	
Postal address of principal administrative office	Second floor, Freightways House, 32 Botha Road, Penrose, Auckland 1061, New Zealand	
Telephone number of principal administrative office	+64 9 5719670	
Email address for investor enquiries	enquire@freightways.co.nz	
Website URL	www.freightways.co.nz	

## Board and senior management details<sup>5</sup>

Full name and title of chairperson of directors	Mark Cooper Cairns (Board of Directors Chair)  Mark Cooper Cairns Abigail Kate Foote Peter Noel Kean Mark Jason Rushworth Fiona Ann Oliver David Edward James Gibson  N/A	
Full names of all existing directors		
Full names of any persons proposed to be appointed as additional or replacement directors		
Full name and title of CEO/managing director	Mark Robert Troughear (Chief Executive Officer)	

and link the LEI of the issuer to each International Securities Identification Number (ISIN) allocated to financial instruments issued by that issuer and quoted on ASX. ASX will also provide the ISIN-LEI mapping to the Association of National Numbering Agencies (ANNA) Service Bureau (ASB) for the purpose of the ISIN-LEI mapping initiative, and this information will then be made publicly available on both the ANNA and Global Legal Entity Identifier Foundation (GLEIF) websites. Once publically available, any person may use the LEI information (including the ISIN-LEI mapping data) for any purpose without restriction.

Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

<sup>5</sup> 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.

Email address of CEO/managing director	mark.troughear@freightways.co.nz	
Full name and title of CFO	Stephan Christian Roger Deschamps (Chief Financial Officer)	
Email address of CFO	stephan.deschamps@freightways.co.nz	
Full name and title of company secretary	Nicola Silke (General Counsel and Company Secretary)	
Email address of company secretary	Nicola.Silke@freightways.co.nz	

# Third party company secretarial service provider details (if applicable)<sup>6</sup>

Service provider entity name <sup>7</sup>	N/A	
All Australian registration numbers (as appropriate)	ABN	
	ACN	
	ARBN	
Foreign incorporation reference number, 8 if applicable		
Place of incorporation or establishment	Country	
	State (Province, County, etc.)	
Address		

# ASX compliance contact details<sup>9</sup>

Full name and title of ASX contact(s)	Adrian Lee (Group Financial Controller – New Zealand) / Stephen Micallef (Group Financial Controller – Australia)  Adrian Lee - Second floor, Freightways House, 32 Botha Road, Penrose, Auckland 1061, New Zealand /  Stephen Micallef - Suite 2, Level 4, 210 Kings Way, South Melbourne, Victoria, 3205, Australia	
Business address of ASX contact(s)		
Business phone number of ASX contact(s)	Adrian Lee +64 9 571 9676 Stephen Micallef +61 3 8606 3334	
Mobile phone number of ASX contact(s)	Adrian Lee +64 21 399 168 Stephen Micallef + 61 409 551 578	

Please provide these details if the entity seeking admission has engaged an external entity to provide company secretarial services to it.

As registered with ASIC. If it is a foreign entity, reflect the entity legal name as registered in the country of incorporation or establishment, if applicable.

The equivalent registration number to an ABN or ACN in the country of incorporation or establishment, where the country of incorporation or establishment is not Australia.

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.

Email address of ASX contact(s)	adrian.lee@freightways.co.nz	
	stephen.micallef@freightways.co.nz	

# Investor relations contact details

Full name and title of person responsible for investor relations	Stephan Deschamps (Chief Financial Officer)	
Business phone number of person responsible for investor relations	+64 27 562 5666	
Email address of person responsible for investor relations	stephan.deschamps@freightways.co.nz	

# **Auditor details**

Full name of auditor	PriceWaterhouseCoopers
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# Registry details<sup>10</sup>

Name of securities registry	Computershare Investor Services Ltd	
Address of securities registry	159 Hurstmere Road, Takapuna, Auckland, New Zealand	
Phone number of securities registry	+64 9 488 8700	
Fax number of securities registry	+64 9 488 8787	
Email address of securities registry	enquiry@computershare.co.nz	
Type of sub-registers the entity will operate 11	CHESS and Issuer Sponsored	
If the entity has or intends to have a certificated sub-register for quoted securities, the location of the Australian sub-register	No certificated sub-register  The registers will be held by Computershare Investor Services New Zealand.	

# Key dates

Annual financial year end date	30 June
Month in which annual meeting is usually held (or intended to be held) <sup>12</sup>	October
Months in which dividends or distributions are usually paid (or are intended to be paid)	April and October

<sup>10</sup> If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

<sup>11</sup> Example: CHESS and issuer sponsored sub-registers.

<sup>12</sup> May not apply to some trusts.

#### Agent for service of process

Name of the entity's Australian agent for service of process	IMS Group Australia Pty Ltd	
All Australian registration numbers (as appropriate)	ABN	
	ACN	ACN 121 705 628
Place of incorporation or establishment	Country	Australia
	State (Province, County, etc.)	Victoria
Address	Suite 2, Level 4, 210 Kings Way, South Melbourne, Victoria, 3205, Australia	

# Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: please indicate in the "Location/Confirmation" column for each item below and in any Annexures where the information or document referred to in that item is to be found (e.g. 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 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 and any Annexures are provided both in hard copy and in electronic form in one or more folders and/or in any other appropriate electronic form containing consecutively numbered and titled documents (e.g. 'Attachment 1 – Certificate of Incorporation, 'Attachment 2 – Constitution', etc.), together with a document index. Where this Checklist indicates that an original document is required, ASX will also accept a certified copy of the relevant document.

Note that completion of this Checklist and any Annexures 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).

#### **Key supporting documents**

Nº Item

1. Entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)

Location/Confirmation

Certified copy attached. Also found on New Zealand Companies Office portal -

https://app.companiesoffice.govt.nz/companies/app/ui/pages/companies/125582 2/documents?backurl=H4sIAAAAAAAA AEWNMQ7CMAxFb5OFoTAwWogFBjog0QtYiUsjNXGwXarcngJFb08%2F6ek3 Be%2BkjedUMMeFIFD8cHhALxTvg81YdTPGFI2Co2zRalcLKRzbdt03Q5v0LDyVr47Zs5STcIKVOwaHlQip%2FutVXKjOLAGcGorB1n3eYLd32i8yvMsnZk%2FhiplGMJnIJQ4EP%2F8CYj6KYcUAAAA%3D

See accompanying Document Folder 1, divider 1

Certified copy accompanying this Application.

See accompanying Document Folder 1, divider 2

2. Entity's constitution

Nº Item

- 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)
- 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) 13

5. Entity's most recent annual report and any subsequent interim report

Copy of the FY2023 Annual Report accompanies this Application.
See accompanying Document Folder 2 divider 1

Confirmed compliance with the listing

rules of the main board of the New

 Executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10)<sup>14</sup>

Executed ASX Online agreement accompanies this Application.

Location/Confirmation

None

Zealand Stock Exchange

7. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)

Specimen holding statement attached. See accompanying Document Folder 1, divider 3

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 15

Listing fees to be agreed with ASX

## 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 to be 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.

Updated Capital Structure table accompanies this Application.
See accompanying Document Folder 1, divider 4

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 <a href="ar@asx.com.au">ar@asx.com.au</a>, 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.

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

<sup>14</sup> An electronic copy of the ASX Online Agreement is available from the ASX Compliance Downloads page on ASX's website.

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:

Nº Item

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 to be 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).

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) Location/Confirmation

Freightways currently has 177,431,358 fully paid ordinary shares listed on the NZX. All fully paid ordinary shares have equal voting rights and share equally in dividends and surplus on winding up. Freightways has also issued 392,006 Performance Rights to employees of the Company, with 3,140 Share Plan shares issued but not allocated to employees yet. Upon vesting the Performance rights can be exercised by the holder in return for Ordinary Shares. The vesting of Performance rights is contingent on performance hurdles being met over a 3 year vesting period. The performance hurdles relate to Freightways achieving specified total shareholder return and cost of capital metrics. Performance rights do not carry any right to vote or entitlement to share in distributions until exercised.

NZFREE0001S0

#### Other information

13. A brief history of the entity

Document Folder 2, divider 1.

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

Refer to pages 6 to 15 in the Annual Report for the year ended 30 June 2023. A copy of the FY2023 Annual Report in included in accompanying Document Folder 2, divider 1. See also Group structure diagram included in accompanying Document Folder 2, divider 2.

Refer to pages 6 to 9 in the Annual Report for the year ended 30 June 2023. A copy of the FY2023 Annual Report is included in accompanying

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))

Confirmed

### 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)<sup>16</sup>

N/A			
177 1			

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

Nº Item Location/Confirmation

## 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)<sup>17</sup>

Appendix 1C Information Form and Checklist Annexure 2 accompany this Application.

## 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.

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		
Freightways Group Limited (FRW or Company)	ARBN 664 944 147		

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)<sup>2</sup>

Details for item 1 of this Information Form and Checklist are included in the accompanying Director's Information Matrix Document Folder 1, divider 5

2. 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 name<sup>3</sup> (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)

Details for item 2 of this Information Form and Checklist are included in the accompanying Director's Information Matrix Document Folder 1, divider 5

3. 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)

Original / Certified copies of national criminal history checks for this item 3 are included in the accompanying Document Folder 1, divider 6

4. 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 declaration<sup>4</sup> from the relevant officer confirming that fact and that he or she has not been convicted in that country of:

Original / Certified copies / statutory declaration of national criminal history checks for this item 4 are included in the accompanying Document Folder 1, divider 7

- (a) 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
- (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),

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.

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.

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.

<sup>&</sup>lt;sup>4</sup> The sample statutory declaration referred to in item 7 below also addresses this requirement.

Nº Item

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)

- Location/Confirmation
- 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)

Original / Certified copies searches of the Australian Financial Security Authority National Personal Insolvency Index item 4 are included in the accompanying Document Folder 1, divider 8

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 declaration<sup>5</sup> 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)

Original / Certified copies / statutory declarations of equivalent national bankruptcy check to that mentioned in item 5 for this item 6 are included in the accompanying Document Folder 1, divider 9

- 7. A statutory declaration<sup>6</sup> from each relevant officer specifying whether they have used any other name or alias in the past 10 years and confirming that:
  - (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;
  - (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;
  - (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;
  - (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
  - (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,

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)

A statutory declaration from each relevant officer for this item 7 is included in the accompanying Document Folder 1, divider 10.

We note that with respect to Mr Gibson (a director of the Company), his statutory declaration has disclosed the following censures and penalties imposed against NZME Limited (NZME) of which he at the time of the applicable conduct was and remains a director:

- a censure and financial penalty of NZ\$80,000 which was imposed by the New Zealand Disciplinary Markets Tribunal (NZMDT) on 20 April 2021 as part of a settlement between NZME and NZMDT arising from a breach of continuous disclosure obligations in respect of announcements made in relation to NZME's proposed acquisition of Stuff Limited; and
- a censure and financial penalty of NZ\$20,000 which were imposed by the NZMDT on 20 April 2021 as part of a settlement between NZME and NZMDT arising from a breach of continuous disclosure obligations in respect of NZME's

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

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

No Item <u>Location/Confirmation</u>

announcement of the resignation of its chairperson.

NZMDT identified mitigating circumstances in relation to each instance of non-compliance noted above, including noting that NZME obtained and acted in reliance on external legal advice in respect of each announcement.

#### 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)

N/A

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)

N/A

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))

N/A

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))

N/A

12. A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.2.3(c))<sup>7</sup>

N/A

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)

N/A

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)

N/A

15. Is there a statement in the Offer Document that the entity's directors<sup>8</sup> 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

N/A

If so, where is it?

If not, please attach such a statement signed by all of the entity's directors<sup>9</sup> (Listing Rule 1.2.6)

#### 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

Refer to the Company's full year accounts ended 30 June 2023 included in the accompanying Document Folder 2, divider 5.

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.

<sup>8</sup> 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.

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.

	\$2 million (Listing Rules 1.11 Condition 6(a), 1.3.1 and 1.3.4)	
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))	Application for ASX waiver with respect to working capital requirements approved
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))	A copy of audited accounts of FRW for the last 2 full years is contained in the respective annual reports included in the accompanying Document Folder 2, dividers 1 and 3
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)	Not applicable
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 $1.3.5(d)$ ) <sup>10</sup>	Not required by the ASX

Location/Confirmation

Nº Item

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