



MARKET RELEASE

29 December 2016

Bubs Australia Limited

PRE-REINSTATEMENT DISCLOSURE

Bubs Australia Limited (the “Company”) will be reinstated to official quotation as from the commencement of trading on Tuesday, 3 January 2017 following the Company’s compliance with listing rule 11.1.3 and Chapters 1 and 2 of the ASX Listing Rules.

The following information is released as pre-reinstatement disclosure.

1. The Company’s Appendix 1A and Information Form and Checklist.
2. The Company’s Prospectus.
3. Distribution Schedule.
4. Top 20 holders.
5. A securities trading policy that complies with the requirements of listing rule 12.9 in accordance with listing rule 1.1 condition 15.
6. The Company’s constitution.
7. A statement setting out the number of securities subject to escrow, the number of securities that will be subject escrow as a result of the undertaking and the escrow period applied to those securities.
8. A statement confirming:
 - 8.1. The Share Sale Agreement becoming unconditional.
 - 8.2. That the conditions to the Principal Agreement has been satisfied.
 - 8.3. The Company receiving all regulatory approvals required by the ASX Listing Rules and Corporations Act or any other law, including ASX approvals required for Settlement and conditional approval to reinstate the Company’s quoted securities to trading on the ASX following Settlement.
 - 8.4. The completion of a consolidation of the capital of the Company on a 1 for 1:16.666667 basis.
 - 8.5. Existing directors of the Company have resigned and the Proposed Directors have been appointed to the Board of the Company.
 - 8.6. Jay Stephenson will continue his current role as Company Secretary.
 - 8.7. The Company is changing its name to “Bubs Australia Limited”.



- 8.8. That the conditions to the Public Offer have been satisfied.
- 8.9. Satisfaction of the conditions precedent and completion of the Share Sale Agreement between the Company and IFC including the issue of:
 - (a) 163,400,000 Consideration Shares;
 - (b) Up to 1,370,250 Creditor Shares;
 - (c) Up to 5,844,242 PAC Options; and
 - (d) Up to 3,578,108 Employee Options.
- 8.10. Completion of the Deed of Novation and Variation including:
 - (a) Satisfaction of the transfer all of the Company's rights and obligations under the litigation funding agreement in relation to the current assets to Lit-One (the "Principal Agreement");
 - (b) Lit-One's payment of \$264,776.54 to the Company and also the arranged replacement of the security deposit of \$100,000 held by the court and the repayment of the existing security deposit to the Company for the assigned rights, title, interest and benefits under the Principal Agreement; and
 - (c) The Company having paid Lit-One \$250,000 as consideration for Lit-One assuming the Company's obligations to meet any adverse costs orders pursuant to the Principal Agreement.
9. The financial accounts of IFC for the years ended 30 June 2016 and 30 June 2015.
10. An updated statements of commitments to satisfy listing rule 1.3.2(b).
11. That there have been no material subsequent events to alter the Company's consolidated statement of financial position as detailed in section 11 of the Prospectus.
12. That the Company is in compliance with the listing rules and in particular listing rule 3.1
13. Lodgement of any outstanding financial reports, if any, since the Company's securities were suspended and any other outstanding documents required by listing rule 17.5.

Security Code: BUB

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