



3 March 2017

CONFIRMATIONS

Quantify Technology Holdings Ltd (**Company**) provides the following confirmations to satisfy conditions for re-admission of its securities to quotation on ASX.

- (a) The Company confirms:
 - (i) the satisfaction of the conditions to the public offer under its replacement prospectus dated 16 December 2016 (**Prospectus**) for the issue of at least 58,333,333 and up to 83,333,333 fully paid ordinary shares in the Company (**Shares**) at an issue price of \$0.06 per Share (**Public Offer**); and
 - (ii) the close of the offers made under the Prospectus and the allotment and issue of all securities under each of the Offers.
- (b) The Company has acquired 100% of the voting shares in the issued capital of Quantify Technology Limited (**Quantify**) and the entire business of Quantify.
- (c) The Company has issued 261,826,786 Shares, 150,000,000 performance shares and 61,325,622 Bid Options (exercise price \$0.075, expiring 30 September 2019) to the security holders of Quantify.
- (d) The conditions precedent to the merger implementation agreement described in section 11.1 of the Prospectus (**MIA**) between the Company and Quantify have been satisfied and completion under the MIA has occurred.
- (e) Mark Lapins, Aidan Montague and Alex Paor have been appointed as directors of the Company and Neville Bassett, Gary Castledine and Faldi Ismail have resigned as directors of the Company.
- (f) In relation to the Company's agreement with Copper Coast Investments Pty Ltd (**Copper Coast**), of which director Alex Paor is a director, the Company will, upon notification from Copper Coast that it has commenced construction of its Wallaroo Shores development, seek shareholder approval for the issue of 12,500,000 options (exercise price \$0.075, expiring 30 September 2019) to Copper Coast.
- (g) The Company has issued 10,833,333 Shares to convert convertible loans to Quantify with a total face value of \$650,000 in full and final satisfaction of those loans.

- (h) There have been no material subsequent events to alter the Company's consolidated statement of financial position as detailed in the Prospectus.
- (i) There are no legal, regulatory or contractual impediments to the Company undertaking the activities the subject of the commitments disclosed in the Prospectus.
- (j) The Company is in compliance with the Listing Rules and in particular Listing Rule 3.1.
- (k) The Company has lodged all outstanding financial reports since the Company's securities were suspended and any other outstanding documents required by ASX Listing Rule 17.5.