

Goldfields Money Limited
ABN 63 087 651 849

SUPPLEMENTARY TARGET'S STATEMENT
dated 10 November 2017
in respect of the on-market takeover offer from
Firstmac Holdings Limited

This document is issued by Goldfields Money Limited ACN 087 652 849 (**Goldfields Money**) under section 644 of the Corporations Act and is the first supplementary target's statement (**Supplementary Target's Statement**) to the target's statement issued by Goldfields Money on 3 November 2017 and lodged with ASIC on that date (**Target's Statement**). This Supplementary Target's Statement supplements, and is to be read together with, the Target's Statement. Unless the context requires otherwise, capitalised terms used in this Supplementary Target's Statement have the meanings given to them in the Target's Statement. A copy of this Supplementary Target's Statement has been lodged with ASIC. Neither ASIC nor any of its officers takes any responsibility for the contents of this Supplementary Target's Statement.

1 Goldfields Money response to Firstmac's revised offer

Goldfields Money made an announcement on 9 November 2017 in relation to the increase in Firstmac's Offer Price to \$1.27 per Share. A copy of that announcement is attached to, and forms part of, this Supplementary Target's Statement.

2 ASIC Class Orders and Consents

As permitted by ASIC Class Order 13/521, this Target's Statement contains statements which are made, or based on statements made, in documents lodged with ASIC or ASX in compliance with the ASX Listing Rules, including the Target's Statement and Firstmac's supplementary bidder's statement dated 9 November 2017. Under this Class Order, the consent of persons to whom such statements are attributed is not required for the inclusion of such statements in this Supplementary Target's Statement.

Any Shareholder who would like to receive a copy of any of the documents (or parts of the documents) that contain the statements which have been included in reliance on Class Order 13/521 may obtain a copy free of charge during the Offer Period. A copy may be obtained by writing to the Company Secretary of Goldfields Money.

3 Authorisation

This Supplementary Target's Statement is dated 10 November 2017 which is the date on which it was lodged with ASIC. This Supplementary Target's Statement has been approved by a resolution passed by the Directors of Goldfields Money.

Signed by Peter Wallace, Chairman of Goldfields Money, in accordance with section 351 of the Corporations Act.

A handwritten signature in black ink, appearing to read 'P. Wallace', with a large, stylized initial 'P'.

Peter Wallace

Chairman

Annexure A: Goldfields Money announcement dated 9 November 2017



ASX Release, 9 November 2017

Increased Firstmac Offer – TAKE NO ACTION

REJECT THE FIRSTMAC OFFER – DO NOTHING AND TAKE NO ACTION WITH RESPECT TO YOUR GOLDFIELDS MONEY SHARES

Goldfields Money Limited (ASX:GMY) (“**Goldfields Money**” or the “**Company**”), wishes to advise that Firstmac Holdings Limited (ABN 55 621 282 157) (“**Firstmac**”) has today announced an increase to its unsolicited on-market cash offer to acquire all of the Company’s ordinary shares to a price of \$1.27 per share (“**Increased Firstmac Offer**”).

Further to the Target’s Statement of 3 November 2017, the Board has given consideration to the Increased Firstmac Offer and maintains its unanimous recommendation that you **REJECT** the Increased Firstmac Offer and **TAKE NO ACTION**.

The view of the Directors is that while it is an improvement from its initial price of \$1.12, the Increased Firstmac Offer of \$1.27 per share does not represent a price the Directors would recommend at this stage and in the current circumstances. In particular the Directors note:

- The Board is continuing to progress discussions with several counter-parties with a view to there potentially being an alternative superior proposal to the Increased Firstmac Offer. While no assurance can be made as to the outcome of this process, the Directors consider there is currently a prospect of a superior proposal to the Increased Firstmac Offer being made. Should this change shareholders will be advised.
- The Increased Firstmac Offer is at the bottom end of the \$1.27 to \$1.39 value per share range determined by the Independent Expert, Ernst & Young Transaction Advisory Services Limited.
- **There is no urgency for you to sell your shares** – the Increased Firstmac Offer will remain open until 1 December 2017 unless extended or withdrawn in accordance with applicable statutory provisions and the circumstances set out in the Bidder’s Statement, which only permit withdrawal in very limited circumstances.

By selling now, you will lose the opportunity to benefit from any further increase in Firstmac’s offer or from any alternative superior proposal.

To REJECT Firstmac’s offer – simply do nothing and take no action.



Please refer to the Target's Statement for further information, and if you require assistance, you can call the Goldfields Money Shareholder information line on 1300 308 375 (within Australia) or +61 8 6314 6314 (outside Australia) at any time between 9:00am and 5:00pm (AWST) on Monday to Friday.

Investor/Media Enquiries

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About Goldfields Money Limited

Goldfields Money Limited is an Authorised Deposit-taking Institution (ADI) regulated by the Australian Prudential Regulation Authority (APRA). The Company is currently the only Western Australian headquartered and ASX-listed ADI. Goldfields Money is focused on building the business around customers' priorities through the smart use of digital technologies.