

Thursday 21 December 2017

## Update on Acquisition of Highline Alternative Investments

Yonder and Beyond Limited [ASX:YNB] (the Company or YNB) provides the following update in respect of the proposed acquisition of Highline Alternative Investments Pty Ltd (HLAI) as previously announced to the market on 7 November 2017.

The Company is pleased to announce that, following its market update on 12 December 2017, it has completed due diligence investigations in respect of the proposed acquisition of HLAI, a private company established to provide differentiated and active strategies across the global alternative investment landscape to service funds, family offices and other sophisticated investors.

The Company has also entered into a formal Share Purchase Agreement with Camac Investments Pty Ltd (Camac), the sole shareholder of HLAI, the execution of which represents satisfaction of a key condition to completion of the HLAI acquisition. The material terms of the Share Purchase Agreement are set out below:

- The Company will shortly issue Camac 7,500,000 fully paid ordinary shares due to Camac upon execution of the Share Purchase Agreement as part consideration for the acquisition;
- The remainder of the consideration is to be issued to Camac upon and subject to the satisfaction of the following milestones (YNB and HLAI following the acquisition being referred to herein as the YNB Group):
  - 7,500,000 fully paid ordinary shares where the aggregate of funds held in managed investment trusts or similar entities which are managed by HLAI or held in funds in respect of which HLAI acts as an investment advisor increasing to \$10,000,000 on or before 31 December 2018;
  - 7,500,000 fully paid ordinary shares where the aggregate of funds held in managed investment trusts or similar entities which are managed by HLAI or held in funds in respect of which the HLAI acts as an investment advisor increasing to \$17,500,000 on or before 30 June 2019; and
  - 7,500,000 fully paid ordinary shares where the aggregate of funds held in managed investment trusts or similar entities which are managed by HLAI or held in funds in respect of which HLAI acts as an investment advisor increasing to \$25,000,000 on or before 31 December 2019.

Camac has agreed to place each tranche of shares issued under the terms of the Share Purchase Agreement into voluntary escrow for a period of twelve months from each date of issue.

- The acquisition of HLAI is subject to and conditional upon satisfaction of the following conditions:



## ASX ANNOUNCEMENT (ASX: YNB)

Bank House, Level 4, 11 Bank Place, Melbourne VIC 3000

- all required board, shareholder and/or regulatory approvals (including, but not limited to, ASX and ASIC) being obtained;
- the Company engaging Mr Campbell McComb, the sole shareholder, director and secretary of Camac, (on and subject to completion of the acquisition) as Managing Director of the Company pursuant to the terms of an employment agreement to be agreed between the Company and Mr Campbell McComb; and
- there being no material adverse event occurring prior to completion, in the reasonable opinion of the Company, adversely affects the rights or interests proposed to be acquired by the Company.

Each of the conditions are required to be satisfied by no later than 20 February 2018, although the Company and HLAI have agreed to act reasonably to extend this deadline if required.

The Share Purchase Agreement otherwise contains terms typical for an agreement of this nature, including warranties from each of the parties as to their power to enter into the Share Purchase Agreement, warranties from Mr Campbell McComb as to the business being undertaken by HLAI and provisions relating to confidentiality.

The Company will shortly issue a notice of meeting seeking approvals required for implementation of the HLAI acquisition.

For and on behalf of the board

Christopher Shearer  
Company Secretary

For questions regarding this announcement please email: [invest@yonderbeyond.com](mailto:invest@yonderbeyond.com)

### About Yonder & Beyond

Yonder & Beyond is a portfolio of synergistic technology assets with a focus on mobile businesses. Y&B's strategy is to identify and develop disruptive applications with high commercialisation and scalability potential.

Y&B equip startups with vital capabilities beyond capital. Our philosophy is to invest in people, as well as invest in their business, so they can both grow and succeed. We are dedicated to contributing to the development of businesses through our resources, experience and relationships

### For more information:

Website: [www.yonderbeyond.com](http://www.yonderbeyond.com)