



Financial Solutions Limited

4 April 2018

The Company Announcements Platform
ASX Limited
20 Bridge Road
SYDNEY NSW 2000

Clarification of Appendix 3B's Disclosure

PLC Financial Solutions Limited (**the Company**) includes an updated Appendix 3B and associated documentation, to replace those issued in January and March 2018.

This amendment has been made to confirm that a total of 10,000,000 fully paid Ordinary Shares were issued on 28 March 2018. The Company wishes to clarify that 4 million and 6 million Shares, were not issued on 29 January and 19 March 2018 respectively.

The Company was waiting on confirmation of key information from two (2) of the participants in the issue and the information only came to light on 28 March 2018, once received the Shares were issued.

For and on behalf of the Board

Eryn Kestel
Company Secretary

1 Alfred Place
South Melbourne, VIC 3205
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Appendix 3B

New issue announcement, Application for quotation of additional securities and agreement

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

PLC Financial Services Limited (formerly Global Gold Holdings)
ACN 123 879 416

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|---|
| 1 | Class of securities issued or to be issued | Shares |
| 2 | Number of securities issued or to be issued (if known) or maximum number which may be issued | 10,000,000 |
| 3 | Principal terms of the securities (eg, if options, exercise price and expiry date; if partly paid securities, the amount outstanding and due dates for payment; if convertible securities, the conversion price and dates for conversion) | Fully paid Ordinary Shares |
| 4 | <p>Do the securities rank equally in all respects from the date of allotment with an existing class of quoted securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none">the date from which they dothe extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest paymentthe extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | <p>The fully paid Ordinary Shares issued will rank equally with the existing fully paid Ordinary Shares on issue.</p> |
| 5 | Issue price or consideration | <p>Issue price of \$0.02 per Share.</p> <p>-----</p> <p>\$120,000 placement funds were received from the issue of 6,000,000 Shares at \$0.02 per Share.</p> |

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p><u>4,000,000 Shares</u> Payment for consulting service fees</p> <p><u>6,000,000 Shares</u> Placement of Shares to unrelated professional and sophisticated investor.</p> <p>The placement funds received will be used to continue the due diligence review of the Malaysian finance business and corporate purposes.</p>
6a	Is the entity an eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h <i>in relation to the securities the subject of this Appendix 3B</i> , and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	30 November 2017
6c	Number of securities issued without security holder approval under rule 7.1	4,000,000
6d	Number of securities issued with security holder approval under rule 7.1A	6,000,000
6e	Number of securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil
6f	Number of securities issued under an exception in rule 7.2	Nil
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	<p>Yes</p> <p>Issue price agreed: 13 March 2018 Share issue date: 28 March 2018</p> <p>15 day VWAP: \$0.0210 75% of 15 day VWAP: \$0.01575</p> <p>Source of VWAP: ADVFN</p>
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not Applicable
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	<p><u>ASX Listing Rule 7.1</u> 31,565 Securities</p> <p><u>ASX Listing Rule 7.1A</u> 21,044 Shares</p>
7	Dates of entering securities into uncertificated holdings or despatch of certificates	28 March 2018

8	Number and class of all securities quoted on ASX (including the securities in section 2 if applicable)	Number	Class
		75,210,436	Fully paid ordinary shares
9	Number and class of all securities not quoted on ASX (including the securities in section 2 if applicable)	Number	Class
		Nil	Nil
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	There is currently no dividend policy	

Part 2 - Bonus issue or pro rata issue

Questions 11 to 33 are not applicable

Part 3 - Quotation of the Shares

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) ☒ **Shares described in Part 1**

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

There are no additional securities forming a new class of securities and questions 35 to 42 are not applicable

Quotation agreement

1 Quotation of our additional securities is in ASX's absolute discretion. ASX may quote the securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those securities should not be granted quotation.
- An offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any securities to be quoted and that no-one has any right to return any securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the securities be quoted.

- If we are a trust, we warrant that no person has the right to return the securities to be quoted under section 1019B of the Corporations Act at the time that we request that the securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before quotation of the securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Date: 4 April 2018

Print name:

Eryn Kestel
Company Secretary

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	60,210,436
Add the following: <ul style="list-style-type: none">• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval• Number of partly paid ordinary securities that became fully paid in that 12 month period Note: <ul style="list-style-type: none">• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i>• <i>It may be useful to set out issues of securities on different dates as separate line items</i>	
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	60,210,436

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	9,031,565

Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used		
Insert number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> Under an exception in rule 7.2 Under rule 7.1A With security holder approval under rule 7.1 or rule 7.4 Note: <ul style="list-style-type: none"> <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	9,000,000	In lieu of services
“C”	9,000,000	

Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	9,031,565
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	9,000,000
Total [“A” x 0.15] – “C”	31,565 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

Part 2 – Additional 10% Placement Capacity

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	60,210,436
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	6,021,044
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	6,000,000
“E”	6,000,000

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	6,021,044
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	6,000,000
Total [“A” x 0.10] – “E”	21,044 <i>[Note: this is the remaining placement capacity under rule 7.1A]</i>



Financial Solutions Limited

4 April 2018

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Information Required Under ASX Listing Rule 3.10.5A

PLC Financial Solutions Limited (ASX: PLC) (the **Company**) provides notice for the purposes of Listing Rules 3.10.5A and 7.1A.4(B) that on 28 March 2018, 6,000,000 Ordinary Shares were issued at \$0.02 (source ADVFN) pursuant to the Company's additional 10% placement capacity in accordance with Listing Rule 7.1A..

The following information required under ASX Listing Rule 3.10.5A is now provided:

1. Dilution Effect

A total of 6,000,000 Shares were issued under the Company's 7.1A capacity, representing a dilution of 9.20% to the existing Shareholders.

None of participants in the issue were previous shareholders.

Number of Shares on issue prior to the placement

65,210,436

Number of Shares issued under the placement

6,000,000

Number of Shares on issue following the placement and Share Issue

75,210,436

2. Why an issue under ASX Listing Rule 7.1A

The Company issued the Shares as a placement under ASX Listing Rule 7.1A to non-related party investors. The Company is of the view that this was the most efficient and expedient mechanism to raise the funds required to meet working capital requirements.

The issue did not expose the Company to market volatility that might have been experienced over a more protracted capital raising process.

Furthermore, the Board considered that there are benefits in introducing "new" investors to promote a more diverse shareholder base.

3. Underwriting Agreement

This issue was not underwritten.

4. Cost of Issue

Commission of 8% of the dollar amount raised by the issue will be paid by the Company.

For and on behalf of the Board

Eryn Kestel
Company Secretary

1 Alfred Place
South Melbourne, VIC 3205
Telephone: +61 (8) 9364 2387
Facsimile: +61 (8) 9367 8812

Notice under Section 708A(5)(e) of the Corporations Act

PLC Financial Solutions Limited (ASX: PLC) (Company) provides notification in accordance with section 708A(5)(e) of the Corporations Act, of the details required under section 708A(6) in relation to the issue of the following securities.

Class of securities: Fully paid ordinary shares (Shares)

Date of issue: 28 March 2018

Total number issued: 10,000,000

The Shares were issued at \$0.02 per Share to non-related investors. \$120,000 placement funds were received from the issue of 6,000,000 Shares.

The Corporations Act restricts the on-sale of Securities issued without disclosure, unless the sale is exempt under Section 708 or 708A. Through the release of this Notice by PLC Financial Solutions Limited, sale of the 10,000,000 Shares by the respective holders will fall within the exemption in Section 708A(5) of the Corporations Act and the Shares will be able to be traded immediately.

The Company advises

1. The above Shares were issued without disclosure to investors under Part 6D.2 of the Act;
2. This Notice is being given under section 708A(5)(e) of the Act;
3. As at the date of this Notice, PLC Financial Solutions Limited has complied with the provisions of Chapter 2M and section 674, of the Corporations Act as they apply to the Company;
4. As at the date of this Notice, there is no information that is excluded information within the meaning of section sections 708A(7) and 708A(8) of the Corporations Act, being information that:
 - (a) has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - The assets and liabilities, financial position and performance, profits and losses and prospects of PLC Financial Solutions Limited; or
 - The rights and liabilities attaching to the Securities or generally to the ordinary shares in the capital of PLC Financial Solutions Limited.

For and on behalf of the Board

Eryn Kestel
Company Secretary

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