

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Jaxsta Limited (formally Mobilarm Limited)

ABN

15 106 513 580

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

1. Fully paid ordinary shares (IPO Shares)
2. Fully paid ordinary shares (Acquisition Shares)
3. Unquoted Options (CEO Options)
4. Unquoted Options (Lead Manager Options)

- 2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

1. 26,345,000 Capital Raising Shares;
2. 141,949,795 Acquisition Shares
3. 20,000,000 CEO Options; and
4. 1,000,000 Lead Manager Options

issued pursuant to the capital raising and Acquisition as set out in the Company's Prospectus dated 28 September 2018 (Prospectus).

+ See chapter 19 for defined terms.

- 3 Principal terms of the +securities (e.g. 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)

1. Fully paid ordinary shares
2. Fully paid ordinary shares
3. CEO Options to acquire fully paid ordinary shares. The CEO Options are held in escrow for 24 months from Listing Date. As set out in section 10.3 of the Prospectus, the CEO Options are exercisable at A\$0.20 per CEO Option and will expire at 5:00 pm (WST) five years from the date of issue.
4. Lead Manager Options to acquire fully paid ordinary shares. The Lead Manager Options are held in escrow for 24 months from Listing Date. As set out in section 10.3 of the Prospectus, the Lead Manager Options are exercisable at A\$0.30 per Lead Manager Option and will expire at 5:00 pm (WST) five years from the date of issue.

---

+ See chapter 19 for defined terms.

<p>4 Do the +securities rank equally in all respects from the +issue date 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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<ol style="list-style-type: none"> <li>1. Yes, the IPO Shares rank equally in all respects with the existing shares in Jaxsta, including in respect of voting rights and dividends.</li> <li>2. Yes, the Acquisition Shares rank equally in all respects with the existing shares in Jaxsta, including in respect of voting rights and dividends.</li> <li>3. CEO Options are not quoted on the ASX. Shares issued on exercise of the Options will rank equally with shares quoted on the ASX in all respects.</li> <li>4. Lead Manager Options are not quoted on the ASX. Shares issued on exercise of the Options will rank equally with shares quoted on the ASX in all respects.</li> </ol>
<p>5 Issue price or consideration</p>	<ol style="list-style-type: none"> <li>1. \$0.20 per IPO Share.</li> <li>2. Acquisition Shares were issued as set out in section 4.16 of the Prospectus to satisfy the conversion of existing convertible notes (32,000,000 Shares), conversion of existing performance rights (550,000 Shares), consideration for existing warrants (408,000 Shares), shareholder loan repayment (2,000,000 Shares) and the consideration payable to the shareholders of Jaxsta Holdings Pty Ltd upon settlement of the acquisition (106,991,795).</li> <li>3. 20,000,000 CEO Options were issued for nil cash consideration as set out in the Prospectus.</li> <li>4. 1,000,000 Lead Manager Options were issued for nil cash consideration as set out in the Prospectus.</li> </ol>

---

+ See chapter 19 for defined terms.

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<ol style="list-style-type: none"> <li>1. Proceeds from issue of IPO Shares will be used for: expenses of the offer; sales and marketing of the Jaxsta platform; system and Jaxsta platform development; and working capital and corporate administration expenses of the Company as detailed within the Prospectus.</li> <li>2. Acquisition Shares were issued as set out in section 4.16 of the Prospectus to satisfy the conversion of existing convertible notes (32,000,000 Shares), conversion of existing performance rights (550,000 Shares), consideration for existing warrants (408,000 Shares), shareholder loan repayment (2,000,000 Shares) and the consideration payable to the shareholders of Jaxsta Holdings Pty Ltd upon settlement of the acquisition (106,991,795 Shares).</li> <li>3. CEO Options were issued as part of Director remuneration package.</li> <li>4. Lead Manager Options were issued as part consideration for brokerage services provided in connection with the IPO.</li> </ol>
6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?  If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	No.
6b The date the security holder resolution under rule 7.1A was passed	N/A
6c Number of +securities issued without security holder approval under rule 7.1	1,000,000 Lead Manager Options
6d Number of +securities issued with security holder approval under rule 7.1A	N/A

+ See chapter 19 for defined terms.



6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	26,345,000 IPO Shares (General Meeting held 17 August 2018).  15,635,018 Acquisition Shares (General Meeting held 17 August 2018).		
6f	Number of +securities issued under an exception in rule 7.2	16,364,982 Acquisition Shares (Exception 4)  550,000 Acquisition Shares (Exception 4)  408,000 Acquisition Shares (Exception 16)  2,000,0000 Acquisition Shares (Exception 16)  106,991,795 Acquisition Shares (Exception 16)  20,000,000 CEO Options (Exception 16)		
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.	N/A		
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	N/A		
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	7.1 – 31,716,035  7.1A – N/A		
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	16 November 2018		
		<table><tr><td>Number</td><td>+Class</td></tr></table>	Number	+Class
Number	+Class			

+ See chapter 19 for defined terms.

8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	125,269,585	Shares
---	---	-------------	--------

---

+ See chapter 19 for defined terms.

9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX (including the <sup>+</sup> securities in section 2 if applicable)	<table><tr><th>Number</th><th><sup>+</sup>Class</th></tr><tr><td>86,760,617</td><td>Shares escrowed for 24 months from date of re-quotation</td></tr><tr><td>6,076,699</td><td>Shares escrowed for 12 months from date of issue</td></tr><tr><td>20,000,000</td><td>CEO Options (exercisable at \$0.20 on or before 16 November 2023) escrowed for 24 months from date of re-quotation</td></tr><tr><td>1,000,000</td><td>Lead Manager Options (exercisable at \$0.30 on or before 16 November 2023) escrowed for 24 months from date of re-quotation</td></tr></table>	Number	<sup>+</sup> Class	86,760,617	Shares escrowed for 24 months from date of re-quotation	6,076,699	Shares escrowed for 12 months from date of issue	20,000,000	CEO Options (exercisable at \$0.20 on or before 16 November 2023) escrowed for 24 months from date of re-quotation	1,000,000	Lead Manager Options (exercisable at \$0.30 on or before 16 November 2023) escrowed for 24 months from date of re-quotation
Number	<sup>+</sup> Class											
86,760,617	Shares escrowed for 24 months from date of re-quotation											
6,076,699	Shares escrowed for 12 months from date of issue											
20,000,000	CEO Options (exercisable at \$0.20 on or before 16 November 2023) escrowed for 24 months from date of re-quotation											
1,000,000	Lead Manager Options (exercisable at \$0.30 on or before 16 November 2023) escrowed for 24 months from date of re-quotation											
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The same dividend policy will apply to the Shares as the fully paid ordinary shares on issue.										

## Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the <sup>+</sup> securities will be offered	N/A
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	N/A
15	<sup>+</sup> Record date to determine entitlements	N/A

<sup>+</sup> See chapter 19 for defined terms.

- |    |  |     |
|----|--|-----|
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?   | N/A |
| 17 | Policy for deciding entitlements in relation to fractions  | N/A |
| 18 | Names of countries in which the entity has security holders who will not be sent new offer documents<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.</small><br><small>Cross reference: rule 7.7.</small> | N/A |
| 19 | Closing date for receipt of acceptances or renunciations   | N/A |



20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

---

+ See chapter 19 for defined terms.

32 How do security holders dispose of their entitlements (except by sale through a broker)? N/A

33 <sup>+</sup>Issue date N/A

## Part 3 - Quotation of securities

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

34 Type of <sup>+</sup>securities  
(tick one)

(a) ☒ <sup>+</sup>Securities described in Part 1.

(b) ☐ All other <sup>+</sup>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)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders

36 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories

1 - 1,000

1,001 - 5,000

5,001 - 10,000

10,001 - 100,000

100,001 and over

37 ☐ A copy of any trust deed for the additional <sup>+</sup>securities

---

<sup>+</sup> See chapter 19 for defined terms.

## Entities that have ticked box 34(b)

38	Number of <sup>+</sup> securities for which <sup>+</sup> quotation is sought	N/A	
39	<sup>+</sup> Class of <sup>+</sup> securities for which quotation is sought	N/A	
40	<p>Do the <sup>+</sup>securities rank equally in all respects from the <sup>+</sup>issue date with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional <sup>+</sup>securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	N/A	
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another <sup>+</sup>security, clearly identify that other <sup>+</sup>security)</p>	N/A	
42	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the <sup>+</sup> securities in clause 38)	Number	<sup>+</sup> Class
		N/A	

<sup>+</sup> See chapter 19 for defined terms.

## 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 is not available now, we 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:  
2018



(Director/Company secretary)

Date: 20 December

Print name: .....Jorge Nigaglioni.....

== == == == ==

---

+ See chapter 19 for defined terms.



# Appendix 3B – Annexure 1

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

Introduced 01/08/12 Amended 04/03/13

### Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	49,812,106 – post consolidation
<b>Add</b> the following: <ul style="list-style-type: none"> <li>Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> <li>Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>Include only ordinary securities here – other classes of equity securities cannot be added</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	26,345,000 – 16 November 2018 (approved by shareholders at General Meeting held 17 August 2018) 15,635,018 – 16 November 2018 (approved by shareholders at General Meeting held 17 August 2018) 16,364,982 – 16 November 2018 (Exception 4) 550,000 – 16 November 2018 (Exception 4) 408,000 – 16 November 2018 (Exception 16) 2,000,0000 – 16 November 2018 (Exception 16) 106,991,795 – 16 November 2018 (Exception 16)
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	
<b>“A”</b>	218,106,901

+ See chapter 19 for defined terms.



<b>Step 2: Calculate 15% of "A"</b>	
<b>"B"</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply "A" by 0.15</b>	32,716,035
<b>Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used</b>	
<b>Insert</b> number of <sup>+</sup> 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"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	1,000,000 options – 16 November 2018
<b>"C"</b>	1,000,000
<b>Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1</b>	
<b>"A" x 0.15</b>  <i>Note: number must be same as shown in Step 2</i>	32,716,035
<b>Subtract "C"</b>  <i>Note: number must be same as shown in Step 3</i>	1,000,000
<b>Total ["A" x 0.15] – "C"</b>	31,716,035  <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

## Part 2

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

+ See chapter 19 for defined terms.

<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
<b>"A" x 0.10</b>  <i>Note: number must be same as shown in Step 2</i>	N/A
<b>Subtract "E"</b>  <i>Note: number must be same as shown in Step 3</i>	N/A
<b>Total ["A" x 0.10] – "E"</b>	N/A  <i>Note: this is the remaining placement capacity under rule 7.1A</i>