



JAXSTA LIMITED – PRE-QUOTATION DISCLOSURE

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the re-admission to the official list and official quotation of fully paid shares in Jaxsta Limited (ACN 106 513 580) (**Company**).

Capitalised terms which have not been otherwise defined in this document have the same meaning as they have in the Company's prospectus dated 7 September 2018 as supplemented by the supplementary prospectus dated 28 September 2018 (**Prospectus**).



STATEMENT OF CAPITAL STRUCTURE

As at the date of quotation the capital structure of the Company is set out below.

Shares ¹	218,106,901
Options ²	21,000,000

Notes:

1. The rights attaching to the Shares are summarised in section 8.2 of the Prospectus.
2. Comprising:
 - a. 20,000,000 Options exercisable at \$0.20 on or before 16 November 2023 and subject to vesting conditions as disclosed in Section 10.3 of the Prospectus; and
 - b. 1,000,000 Options exercisable at \$0.30 on or before 16 November 2023 and subject to vesting conditions as disclosed in Section 10.4 of the Prospectus.



RESTRICTED SECURITIES

The Company confirms that following quotation of the Company's securities on the ASX, the following securities will be subject to restriction pursuant to the ASX Listing Rules for the period outlined below.

Class	Number	Restriction Period
Shares	86,760,617	24 months from date of quotation
Options ¹	21,000,000	24 months from date of quotation
Shares ²	6,076,699	12 months from the date of issue

Notes:

1. Comprising:
 - a. 20,000,000 Options exercisable at \$0.20 on or before 16 November 2023 and subject to vesting conditions as disclosed in Section 10.3 of the Prospectus; and
 - b. 1,000,000 Options exercisable at \$0.30 on or before 16 November 2023 and subject to vesting conditions as disclosed in Section 10.4 of the Prospectus.
2. Comprising:
 - a. 150,000 Shares issued on 15 January 2018;
 - b. 75,000 Shares issued on 19 January 2018;
 - c. 75,000 Shares issued on 22 January 2018;
 - d. 166,667 Shares issued on 6 February 2018;
 - e. 2,416,668 Shares issued on 7 February 2018;
 - f. 41,667 Shares issued on 8 February 2018;
 - g. 41,667 Shares issued on 20 February 2018;
 - h. 210,024 Shares issued on 27 February 2018;
 - i. 250,001 Shares issued on 6 March 2018;
 - j. 333,334 Shares issued on 12 March 2018.
 - k. 166,668 Shares issued on 23 March 2018;
 - l. 416,667 Shares issued on 27 March 2018;
 - m. 66,668 Shares issued on 12 July 2018;
 - n. 833,334 Shares issued on 13 July 2018; and
 - o. 833,334 Shares issued on 28 August 2018.



UPDATED USE OF FUNDS

The Company intends to apply the funds raised from the Offer (\$5,269,000) over the next two years as follows:

Funds available	Final Subscription (\$ \$5,269,000)	Percentage of Funds (%)
Existing cash reserves ^{1,2}	1,000,000	16
Funds raised from the Public Offer	5,269,000	84
Total	6,269,000	100
Expenses of the Offer ³	550,000	9
Sales and marketing ⁴	1,217,473	19
System and platform development ⁵	1,693,764	27
Working capital and corporate administration ⁶	2,807,763	45
Total	6,269,000	100

Notes:

1. Refer to the Investigating Accountant's Report set out in Section 7 of the Prospectus for further details.
2. In addition to these existing funds, the Company has entered into a transaction to dispose of its MRT Business, the terms of which are summarised in Section 9.4 of the Prospectus. Under this agreement, the purchaser paid \$1,000,000 (plus taxes) to the Company on settlement of the disposal. A further \$1,000,000 (plus taxes) of deferred consideration is payable on the 1st anniversary of settlement and \$4,000,000 (plus taxes) is payable on the 2nd anniversary of the settlement. These deferred amounts are not included for the purpose of the use of funds outlined above.
3. Refer to Section 10.9 of the Prospectus for further details in relation to the expenses of the Offer.
4. These amounts will be used for the promotion of the Company's new business to generate sales and usage of the Jaxsta Platform, in particular the subscription and direct revenue generating elements of the business, Jaxsta Pro and Jaxsta Commercial API.
5. These funds will be utilised for the ongoing development and improvement of the Jaxsta Platform as part of the ongoing review of the usage and growth of the Jaxsta Platform after its Beta launch and following its official launch, in order to drive improvements in the Company's commercial offering.
6. This includes corporate overheads, ASX fees, audit fees, rent and general administration costs.

The above table is a statement of current intentions as of the date of this document. As with any budget, intervening events and new circumstances have the potential to affect the ultimate way funds will be applied. The Board reserves the right to alter the way funds are applied on this basis.



UPDATED PROFORMA STATEMENT OF FINANCIAL POSITION

The following is an updated statement of financial position for the Company based on actual funds raised (\$5,269,000) under the Prospectus:

CURRENT ASSETS	
Cash and cash equivalents	5,747,589
Trade and other receivables	18,007
Other current assets	745,767
Deferred compensation	1,000,000
TOTAL CURRENT ASSETS	7,511,363
NON-CURRENT ASSETS	
Plant and equipment	478,401
Intangible assets and goodwill	25,808,164
Deferred compensation	4,000,000
TOTAL NON-CURRENT ASSETS	30,286,565
TOTAL ASSETS	37,797,928
CURRENT LIABILITIES	
Trade and other payables	881,525
Interest bearing loans and borrowings	1,459,758
Provisions	133,467
TOTAL CURRENT LIABILITIES	2,474,750
NON-CURRENT LIABILITIES	
Provisions	34,832
Interest bearing loans and borrowings	281,458
TOTAL NON-CURRENT LIABILITIES	316,290
TOTAL LIABILITIES	2,791,040
NET ASSETS	35,006,888
EQUITY	
Contributed equity	72,722,946
Accumulated losses	(39,858,797)
Reserves	2,142,739
TOTAL EQUITY	35,006,888



CONFIRMATIONS

The Company confirms the following:

- (a) The Public Offer was closed on 7 November 2018 and a total of 26,345,000 Shares were issued to applicants under the Public Offer.
- (b) All conditions precedent to the acquisition by the Company of the issued capital in Jaxsta Holdings Pty Ltd (**Acquisition**) have now been satisfied and completion of the Acquisition occurred on 16 November 2018.
- (c) All conditions precedent to the sale by the Company of the issued capital in its subsidiary, Marine Rescue Technologies Ltd (**Disposal**), have ostensibly been satisfied, with the relevant settlement documentation held in escrow, with the documents to be released and the Disposal to complete upon the Company's re-instatement to trading on the Official List of ASX.
- (d) There have been no material subsequent events to alter the Company's statement of financial position as detailed at section 7 of the Prospectus.
- (e) Mr Ken Gaunt and Sir Tim McClement have resigned as directors of the Company and have been replaced by Ms Jacqueline Louez Schrool (Executive Director and CEO), Ms Launa Inman (Non-Executive Director), Ms Linda Jenkinson (Non-Executive Director) and Mr Brett Cottle (Non-Executive Director).
- (f) Ms Launa Inman will no longer take up the role as Chairperson, which will instead be filled by Mr Brett Cottle.
- (g) Mr David McArthur has resigned as Company Secretary and has been replaced by Ms Naomi Dolmatoff.
- (h) The Company is in compliance with the ASX Listing Rules and in particular, ASX Listing Rule 3.1.