



## Announcement Summary

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**Entity name**

YOJEE LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Friday January 10, 2020

**The Proposed issue is:**

An offer of securities under a securities purchase plan

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

| ASX +Security Code | +Security Description | Maximum Number of +securities to be issued |
|--------------------|-----------------------|--|
| YOJ                | ORDINARY FULLY PAID   | 40,000,000                                 |

**Record Date**

Friday December 13, 2019

**Closing Date**

Wednesday January 29, 2020

**Issue Date**

Friday February 7, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

YOJEE LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

**1.2 Registered Number Type**

ABN

**Registration Number**

52143416531

**1.3 ASX issuer code**

YOJ

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Friday January 10, 2020

**1.6 The Proposed issue is:**

An offer of securities under a securities purchase plan



Part 4 - Details of proposed offer under securities purchase plan

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Part 4A - Conditions

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**4A.1 - Are any of the below approvals required for the offer of securities under a securities purchase plan issue?**

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity required to be given/met for the offer of securities under a securities purchase plan issue**

No

Part 4B - Offer details

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**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +Security Code and Description**

YOJ : ORDINARY FULLY PAID

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

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**ASX +Security Code and Description**

YOJ : ORDINARY FULLY PAID

**Maximum Number of +securities proposed to be issued**

40,000,000

**Minimum Number of +securities proposed to be offered to each individual +security holder**

40,000

**Maximum Number of +securities proposed to be offered to each individual +security holder**

600,000



| <b>Minimum subscription \$ amount proposed to be offered to each individual security holder</b> | <b>Maximum subscription \$ amount proposed to be offered to each individual security holder</b> |
|---|---|
| AUD 2,000   | AUD 30,000  |

**Purpose of the issue**

Proceeds from SPP and completed Placement will be used to build on Asia Pacific and international marketplaces, increase leadership in leading smart technologies such as artificial intelligence, logistics network interconnectivity and expand geographical sales presence to capitalise on opportunities and fast track customer adoption & transaction volumes as well as for administration and general working capital.

**Offer price details for retail security holders**

| <b>Issue Currency</b>   | <b>Offer Price per +security</b> | <b>Estimated or Actual?</b>                |
|-------------------------|----------------------------------|--|
| AUD - Australian Dollar | AUD 0.05000                      | <input checked="" type="checkbox"/> Actual |

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

**Oversubscription & Scale back details**

**May a scale back be applied to this event?**

No

Part 4C - Timetable

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**4C.1 Announcement of Security Purchase Plan**

Friday January 10, 2020

**4C.2 Record Date**

Friday December 13, 2019

**4C.3 Date on which offer documents will be made available to investors**

Monday January 13, 2020

**4C.4 Offer Open Date**

Monday January 13, 2020

**4C.5 Closing Date**

Wednesday January 29, 2020

**4C.6 Announcement of results**

Monday February 3, 2020



#### 4C.7 Issue Date

Friday February 7, 2020

#### Part 4D - Listing Rule requirements

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**4D.1 Does the offer under the +securities purchase plan meet the requirements of listing rule 7.2 exception 5 that:**

- the number of +securities to be issued is not greater than 30% of the number of fully paid +ordinary securities already on issue; and
- the issue price of the +securities is at least 80% of the +volume weighted average market price for +securities in that +class, calculated over the last 5 days on which sales in the +securities were recorded, either before the day on which the issue was announced or before the day on which the issue was made?

Yes

#### Part 4E - Lead Manager/Broker & Underwriter details

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**4E.1 Will there be a lead manager or broker to the proposed offer?**

No

**4E.2 Is the proposed offer to be underwritten?**

Yes

**4E.2a Who are the underwriter(s)?**

Euroz Securities Limited (Euroz). Euroz has appointed Tiga Trading Pty Ltd (Tiga) as sub-underwriter to the SPP.

**4E.2b What is the extent of the underwriting (ie the amount or proportion of the issue that is underwritten)?**

\$2 million

**4E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?**

A cash underwriting fee of 4% of the underwritten amount (being \$80,000) is payable to Euroz (or its nominee(s)) by Yojee and a further underwriting fee of 10 million unlisted options to acquire Shares in the capital of the Company (Options), each exercisable at \$0.075 with an expiry date of 18 months from their issue date (Option Fee) will be issued to Euroz (or its nominee). As part of the sub-underwriting arrangements, Euroz will pay 50% of its cash underwriting fee (being \$40,000) and direct the issue of all of the Options, to Tiga Trading Pty Ltd (Tiga), a wholly owned subsidiary of Thorney Investment Group Australia Pty Ltd, or its nominee(s), as payment for Tiga as sub-underwriting services.

**4E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.**

The underwriting agreement contains customary conditions, warranties and undertakings and is subject to termination events which include the S&P ASX 200 Index is at any time after the date of the underwriting agreement (being 10 January 2020), 10% or more below its respective level as at the close of business on the business day prior to the date of the agreement (9 January 2020), market conditions and other customary termination events for an agreement of this nature.

**4E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?**

No



**4E.3 Will brokers who lodge acceptances on behalf of investors be paid a handling fee or commission?**

No

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

None

Part 4F - Further Information

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**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**4F.2 Countries in which the entity has security holders who will not be eligible to accept the proposed offer**

SWITZERLAND, FRANCE, UNITED KINGDOM, HONG KONG, IRELAND, LITHUANIA, MALAYSIA, SINGAPORE,  
UNITED STATES OF AMERICA, SOUTH AFRICA

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

<https://yojee.com/company/investors/>

**4F.4 Any other information the entity wishes to provide about the proposed offer**

None