



Announcement Summary

Entity name

COLLABORATE CORPORATION LIMITED

Announcement Type

New announcement

Date of this announcement

Monday September 14, 2020

The Proposed issue is:

A standard pro rata issue (including non-renounceable or renounceable)

Total number of +securities proposed to be issued for a standard pro rata issue (including non-renounceable or renounceable)

ASX +security code	+Security description	Maximum Number of +securities to be issued
n/a	Unquoted options	76,783,500
CL8	ORDINARY FULLY PAID	383,917,498

Ex date

Thursday September 17, 2020

+Record date

Friday September 18, 2020

Offer closing date

Friday October 23, 2020

Issue date

Friday October 30, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

COLLABORATE CORPORATION 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

ACN

Registration Number

066153982

1.3 ASX issuer code

CL8

1.4 The announcement is

New announcement

1.5 Date of this announcement

Monday September 14, 2020

1.6 The Proposed issue is:

A standard +pro rata issue (non-renounceable or renounceable)

1.6a The proposed standard +pro rata issue is:

+ Non-renounceable



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

No

Part 3B - Offer details

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

CL8 : ORDINARY FULLY PAID

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

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

Yes

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

CL8 : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)



The quantity of additional +securities to be issued	For a given quantity of +securities held
--	---

1

3

What will be done with fractional entitlements?

Fractions rounded down to the nearest whole number or fractions disregarded

Maximum number of +securities proposed to be issued (subject to rounding)

383,917,498

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00900

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

Yes

Describe the limits on over-subscription

There are no limits on applications under the Shortfall Offer but note the scale back arrangements below.

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

If the Offer is oversubscribed (by take up of Entitlements and applications for Shortfall Securities by Eligible Shareholders), scale back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholdings of Eligible Shareholders

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

Yes

Attaching +Security

Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?

New class



Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in a non-renounceable issue (if Issuer is foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

Yes

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

Unquoted options

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

The quantity of attaching +securities to be issued

1

For a given quantity of the new +securities issued

5

What will be done with fractional entitlements?

Fractions rounded down to the nearest whole number or fractions disregarded

Maximum number of +securities proposed to be issued (subject to rounding)

76,783,500

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

Yes

Describe the limits on over-subscription

There are no limits on applications under the Shortfall Offer but note the scale back arrangements below.



Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

If the Offer is oversubscribed (by take up of Entitlements and applications for Shortfall Securities by Eligible Shareholders), scale back will be applied to applications under the Shortfall Offer on a pro-rata basis to the respective shareholdings of Eligible Shareholders

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.0150

Expiry date

Monday October 31, 2022

Details of the type of +security that will be issued if the option is exercised

CL8 : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:CL8)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Terms and conditions of the options are set out in section 6.2 of the prospectus dated 14 September 2020

Part 3C - Timetable

3C.1 +Record date

Friday September 18, 2020

3C.2 Ex date

Thursday September 17, 2020

3C.4 Record date

Friday September 18, 2020



3C.5 Date on which offer documents will be sent to +security holders entitled to participate in the +pro rata issue

Tuesday September 22, 2020

3C.6 Offer closing date

Friday October 23, 2020

3C.7 Last day to extend the offer closing date

Tuesday October 20, 2020

3C.9 Trading in new +securities commences on a deferred settlement basis

Monday October 26, 2020

3C.10 Last day for entity to announce the results of the offer to ASX, including the number and percentage of +securities taken up by existing +security holders and any shortfall taken up by underwriters or other investors

Wednesday October 28, 2020

3C.11 +Issue date

Friday October 30, 2020

3C.12 Date trading starts on a normal T+2 basis

Monday November 2, 2020

3C.13 First settlement date of trades conducted on a +deferred settlement basis and on a normal T+2 basis

Wednesday November 4, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

No

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Willoughby Capital Pty Ltd (ACN 634 251 291) as trustee for the Willoughby Capital Trust (Willoughby), the Company's largest shareholder and a related party of director Stephen Abolakian, will underwrite up to \$1.00 million.
SG Fleet Management Pty Ltd (ACN 108 174 296) (SG Fleet), a major shareholder of the Company of which director Robbie Blau has been appointed board nominee, will underwrite up to \$1.00 million.
Adrian Bunter (director of Collaborate) will underwrite up to \$30,000
Chris Noone (director of Collaborate) will underwrite up to \$30,000
Benjamin Hershman (Chief Operating Officer of Collaborate) will underwrite up to \$20,000

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

Total of \$2,080,000



3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

No fees are payable pursuant to the underwriting agreements

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

The underwriting agreements contain customary termination events and indemnity provisions

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

Yes

3E.2e (i) What is the name of that party?

Willoughby Capital Pty Ltd (ACN 634 251 291) as trustee for the Willoughby Capital Trust (Willoughby), the Company's largest shareholder and a related party of director Stephen Abolakian.
SG Fleet Management Pty Ltd (ACN 108 174 296) (SG Fleet), a major shareholder of the Company of which director Robbie Blau has been appointed board nominee.
Adrian Bunter (director of Collaborate)
Chris Noone (director of Collaborate)

3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?

Willoughby Capital Pty Ltd (ACN 634 251 291) as trustee for the Willoughby Capital Trust (Willoughby), the Company's largest shareholder and a related party of director Stephen Abolakian, will underwrite up to \$1.00 million.
SG Fleet Management Pty Ltd (ACN 108 174 296) (SG Fleet), a major shareholder of the Company of which director Robbie Blau has been appointed board nominee, will underwrite up to \$1.00 million.
Adrian Bunter (director of Collaborate) will underwrite up to \$30,000
Chris Noone (director of Collaborate) will underwrite up to \$30,000

3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?

No fees are payable pursuant to the underwriting agreements

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Not applicable

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The funds raised from the Offer are currently intended to be used to provide funding for customer acquisition, sales and marketing activities and marketplace growth, to cover costs of the issue and for working capital and general corporate purposes.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No



3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

China
Indonesia
Malaysia
New Zealand
Philippines
Singapore
United Arab Emirates
United States

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

Nominees and custodians may not submit an Entitlement and Acceptance Form on behalf of any Shareholder resident outside Australia and New Zealand without the prior consent of the Company, taking into account relevant securities law restrictions. Return of a duly completed Entitlement and Acceptance Form will be taken by the Company to constitute a representation that there has been no breach of those regulations.

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://collaboratecorp.com/investor-relations/asx-announcements/>

3F.7 Any other information the entity wishes to provide about the proposed issue

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

Yes