

20 February 2015

STATEMENT OF CAPITAL STRUCTURE

The capital structure of Yonder and Beyond Group Limited (formerly Quintessential Resources Limited) (**Company**) following completion of the acquisition of Yonder and Beyond Limited (**Y&B**) and the issue of securities pursuant to the prospectus dated 24 November 2014 (**Prospectus**) is set out below.

| Capital Structure | Shares | Options ² |
|--|-------------------|----------------------|
| Capital on issue as at date of Prospectus ¹ | 8,793,011 | 292,500 |
| Issued under the Prospectus in accordance with the public offer | 25,311,180 | Nil |
| Issued under the Prospectus to the shareholders and optionholders of Y&B | 37,874,998 | 36,500,000 |
| Issued under the Prospectus to advisers to the Company | Nil | 4,000,000 |
| TOTAL | 71,979,189 | 40,792,500 |

Notes:

- These figures have been restated on a post-consolidation basis following completion of the 1:20 consolidation of the Company's issued capital as approved by shareholders at the general meeting held on 15 December 2014 and exclude the options that expired on 31 December 2014 subsequent to the date of the Prospectus.



2. Options on issue comprise the following classes:

- ▶ 30,000 Options exercisable at \$7.20 on or before 4 April 2015.
- ▶ 100,000 Options exercisable at \$7.40 on or before 30 July 2015.
- ▶ 162,500 Options exercisable at \$2.80 on or before 31 October 2015.
- ▶ 15,000,000 Options are exercisable at \$0.20 on or before 30 November 2017.
- ▶ 10,000,000 Options are exercisable at \$0.25 on or before 30 November 2017 vesting upon the five (5) day VWAP of the Shares being equal to or in excess of \$0.50 per Share.
- ▶ 10,000,000 Options are exercisable at \$0.40 on or before 31 May 2018 vesting upon the five (5) day VWAP of the Shares being equal to or in excess of \$0.80 per Share.
- ▶ 1,500,000 Options are exercisable at \$0.20 on or before 30 November 2017.
- ▶ 3,000,000 Options are exercisable at \$0.25 on or before 19 February 2018.
- ▶ 1,000,000 Options are exercisable at \$0.20 on or before 19 February 2018.

Jay Stephenson

CHAIRMAN & COMPANY SECRETARY