

BRIDGE GLOBAL CAPITAL MANAGEMENT LIMITED
ACN 106 760 418

SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 2 April 2015 (**Prospectus**), issued by Bridge Global Capital Management Limited (ACN 106 760 418) (**Company**).

This Supplementary Prospectus is dated 12 May 2015 and was lodged with ASIC on that date. The ASIC and its officers take no responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisers without delay.

1. INCOME SHARING DEED

The purpose of this disclosure is to clarify the fee payable to BGAM and BGS under the Income Sharing Deed.

As noted in the Prospectus, BGAM receives monthly fees related to certain funds under management. These funds rise and fall relative to the funds under management at the time. The monthly fee payable under a fund varies on a fund by fund basis.

As part of this, BGAM receives monthly fees relating to the Bridge Global Absolute Return Fund SPC (comprising 12 segregated portfolio companies, SPC 1 to 12) (**BGARF Segregated Portfolios**) plus other fees, including performance fees and contribution fees.

In exchange for the provision of services by BGS to BGAM as set out in the Income Sharing Deed, BGAM has agreed to pay BGS 49% of a fee equal to 0.07% per annum of funds under management related to the BGARF SPC Segregated Portfolios. In other words, the full fee payable to BGAM for providing its services to the BGARF SPC Segregated Portfolios is not the subject of the Income Sharing Deed, it is a lesser fee, on the basis that BGS is only providing specified services to BGAM.

This amount is paid to BGS on a monthly basis.

2. AMENDMENT TO THE JOINT VENTURE AGREEMENT

For the sake of clarity, the Joint Venture Agreement has been amended by the parties to acknowledge the following:

- (a) the receipt by M&A Ventures of the 2,500,000 Shares from BGCM;
- (b) the confirmation of the agreement to transfer 50% of Hanhong HK and Hanhong CI from M&A Ventures to BGS subject to the approval of the Securities and Futures Commission (Hong Kong) (**SFC**); and
- (c) in the event SFC approval is not obtained, for any reason, the joint venture will continue in full force and effect (that is, the Joint Venture Agreement will not be terminated) and the parties will be required to fulfil all other obligations (including any costs sharing arrangements), for the purpose that BGS will receive the same effective revenue and make payment of the same effective costs, as if the transfer has been effected.

The Parties to the Joint Venture Agreement (other than Hanhong CI which is not a party) have also agreed to amend the terms of an agreement to share revenue and costs appended to the Joint Venture Agreement. The amendment is to reflect the change to the Joint Venture Agreement and to confirm the continuation of the joint venture if the SFC approval is not obtained.

The effect of this amendment is to ensure that via the joint venture, BGS is in the same position as if the transfer has been effected.

BGS is currently in the process of obtaining the requisite approval for the change in shareholdings of Hanhong HK and Hanhong CI from the SFC as noted above, and the Board of BGCM has no reason to believe that this approval will not be obtained.

3. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.



Mr Simon Lill
Chairman
For and on behalf of
BRIDGE GLOBAL CAPITAL MANAGEMENT LIMITED

Dated: 12 May 2015