

**LIONHUB GROUP LIMITED
(ACN 119 999 441)**

RIGHTS ISSUE PROSPECTUS

For a pro rata, renounceable rights issue of 1 New Share for every 80 Shares held at the Record Date and 2 New Options for every 1 New Share subscribed for, to raise up to approximately \$1,377,250 before issue costs ("the Offer" or "the Rights Issue").

The Offer is partially taken up and fully underwritten as to the balance Shareholders may apply for securities in excess of their Entitlement

Important Notice

This document is important and should be read in its entirety. If after reading this Prospectus you have any questions about the securities being offered under this Prospectus or any other matter, then you should consult your stockbroker, accountant or other professional adviser.

The securities offered under this Prospectus should be considered speculative.

CONTENTS

Section		Page
	Summary of Important Dates	3
	Important Notes	4
	Key Investment Risks	6
1	Chairman's Letter	8
2	Details of the Offer	10
3	Purpose	18
4	Effect of the Offer on the Company	18
5	Risk Factors	21
6	Additional Information	28
7	Action Required by Shareholders	43
8	Glossary	47
9	Directors Authorisation	49
10	Corporate Directory	50

SUMMARY OF IMPORTANT DATES

Announcement of the Offer and Prospectus lodged with ASX and ASIC Appendix 3B lodged with ASX	16 October 2015
Company sends notice to Security holders containing the information required by Appendix 3B.	19 October 2015
"Ex" Date	28 October 2015
Record Date	30 October 2015
Prospectus dispatched to Eligible Shareholders Opening Date of Offer	4 November 2015
Rights trading endings	12 November 2015
Closing Date of Offer 5pm (Sydney time)	19 November 2015
New Shares and New Options quoted on a deferred settlement basis	13 November 2015
Company to notify ASX of under subscriptions (if any)	24 November 2015
Despatch Date Allotment of securities Deferred settlement trading ends	26 November 2015
Expected date for normal trading of securities to commence on ASX	27 November 2015

This timetable is indicative only and subject to change. The Company in consultation with the Underwriter reserves the right to vary the above dates, subject to the Listing Rules and the Corporations Act.

IMPORTANT NOTES
Understanding this Prospectus

This Prospectus is dated 16 October 2015 and was lodged with ASIC on that date.

Neither ASIC nor ASX take responsibility for the content of this Prospectus. The Directors of the Company reserve the right to close the Offer earlier than the timetable or vary any of the important dates set out in this Prospectus without prior notice, including extending the closing date of the Rights Issue. No securities will be allotted or issued on the basis of this Prospectus later than 13 months after the date of this Prospectus.

The Company will apply to ASX for the New Shares and New Options to be granted Official Quotation within seven days of the date of this Prospectus.

This Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. Refer to Section 2.13 for treatment of Ineligible Shareholders. Applications for New Shares, New Options and Shortfall Securities offered pursuant to this Prospectus can only be submitted on an original Entitlement and Acceptance Form which accompanies this Prospectus.

The New Shares and New Options are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of New Shares and New Options is being made in reliance on the Securities Act (Overseas Companies) Exemption Notice 2002 (New Zealand).

This Prospectus has not been registered, filed with or approved by any New Zealand regulatory authority under the Securities Act 1978 (New Zealand). This Prospectus is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

This Prospectus and any other materials relating to the New Shares and New Options have not been and will not be lodged or registered as a Prospectus with the Monetary Authority of Singapore.

No person has been authorised to give information or to make any representation in connection with this Prospectus which is not contained in this Prospectus. Any information or representation that is not contained in this Prospectus may not be relied upon as having been authorised by the Company in connection with this Prospectus.

In making representations in this Prospectus regard has been had to the fact that the Company is a disclosing entity for the purposes of the Corporations Act and certain matters may reasonably be expected to be known to investors and professional advisers whom potential investors may consult. Except as required by law, and only to

the extent so required, neither the Company, nor any other person warrants or guarantees the future performance of the Company or any return on any investment made pursuant to this Prospectus.

This Prospectus should be read in its entirety. The risks associated with investing in the Company are significant and potential investors should carefully consider those risks and seek professional advice before deciding whether to invest.

If you do not fully understand this Prospectus or are in any doubt as to how to deal with it, you should consult your professional adviser. In particular, it is important that you consider the risk factors (see Section 5 of this Prospectus) that could affect the performance of the Company before making an investment decision.

Subject to the requirements of the Corporations Act and the Listing Rules, the Company reserves the right to vary the timetable summarised on page 3 of the Prospectus.

The projects referred to in this Prospectus are at an exploration stage only and as a consequence, investment in the securities offered by this Prospectus is speculative in nature.

Some words and expressions used in this Prospectus have defined meanings which are explained in Section 8.

Additional copies of this Prospectus are available from the registered office of the Company during normal business hours. A copy of the Prospectus can be downloaded from the website of the Company at www.lionhub.com.au, or the website of ASX at www.asx.com.au. Any person accessing the electronic version of the Prospectus for the purposes of making an investment in the Company must be an Australian resident and must only access the Prospectus from within Australia.

The Prospectus available on the Company's website does not include an Entitlement and Acceptance Form. Eligible Shareholders wishing to take up their Entitlement should complete the paper copy of the personalised Entitlement and Acceptance Form which accompanies a paper copy of this Prospectus.

KEY INVESTMENT RISKS

Investment in LionHub should be considered speculative.

LionHub's business is the construction and development of Technology Parks in Anhui Province in the People's Republic of China.

There are a number of risks associated with investing with LionHub which include:

- **Operational Risk** – Limitations on activities may arise due to weather, unanticipated technical difficulties, mechanical failures and unavailability of equipment. For example, bad weather can make it impossible to conduct building operations with the result that project completion may be delayed.
- **Sustainability of Growth and Margins** – The sustainability of margins is dependent on matters outside the Company's control including interest rates, economic development, growth rates and competition from other jurisdictions attracting new business. For example, an increase in interest rates results in an increase in the overall cost of completing a project thereby affecting its financial viability.
- **Financing** – the Company will need to raise additional funds over time in order to effectively implement its business strategies. If sufficient funds are not available it will not be able to take advantage of opportunities or respond to competitive pressure. For example, the inability to raise sufficient funds to complete the development of a property would result in such development being deferred and could ultimately lead to its abandonment thereby affecting the overall viability of the project.
- **Key Personnel** – The Company's progress in pursuing property development programmes could be affected by the loss of existing key personnel and a failure to secure and retain additional key personnel. For example, having regard to the recovering property sector in China it may not be possible to readily replace a project manager or it may only be possible to obtain a replacement at a higher cost to the project.
- **Cyclical Industry Risk** – because the Company's costs will be fixed it may not readily be able to reduce its costs in proportion to the extent of any economic downturn. Any significant or extended economic downturn in the construction or manufacturing industries will negatively affect the Company's revenues, profits and financial position. For example, the Company may be half way through the completion of a development when it becomes clear that due to an economic downturn there will be limited demand for the completed property. In such case the company may be required to complete the development of the property or incur significant costs in mothballing the partially complete property.

- **Government and Sovereign Risk** – the ability to develop property in China can be affected by changes in Government Policies that are beyond the control of the Company. For example, a Chinese Central Government determination at some future time that the property market in China or sectors of the property market in China are overheated could result in the introduction of policies that could reduce funding for property development and impact values.

Please refer to the Risk Factors set out in Section 5 of this Prospectus for further details.

1. CHAIRMAN'S LETTER

LIONHUB GROUP LIMITED

*Hyde Park Tower, Level 3A, 142-148 Elizabeth Street, Sydney NSW 2000 Australia
Tel: (02) 8281 3008
ACN 119 999 441*

16 October 2015

Dear Shareholder

PRO-RATA RENOUNCEABLE RIGHTS ISSUE

As announced to ASX on 16 October 2015, the Company is undertaking a pro rata renounceable offer of ordinary fully paid shares with attaching options to eligible shareholders, being persons who are registered as shareholders of the Company on the Record Date.

The offer is on the basis of 1 new share ("**New Share**") for every 80 shares held by Eligible Shareholders of the Company on the Record Date at an issue price of \$0.135 per New Share, together with 2 attaching Options with an exercise price of \$0.22 and an expiry date on the fifth anniversary of the date of issuance ("**New Option**") for every 1 New Share issued, to raise up to approximately \$1,377,250 (before expenses) ("**Offer**"), if fully subscribed. In calculating Entitlements under the Offer, fractions will be rounded up to the nearest whole number.

The Board of LionHub Group Limited hopes that shareholders will take-up this opportunity to participate, and that the issue will be well supported to provide additional funding for the Company's project development activities in China. In this regard, the Company's major shareholder Lian Keng Enterprises Pte Ltd has agreed to take up its Entitlement to the extent of \$600,000. Khosland Management Pte Ltd, an entity in which I hold a controlling interest, has agreed to underwrite the balance. I am pleased to advise that Mr Geoffrey McIntyre, a Director of the Company has indicated he will be taking up his Entitlement, and that the Company's CEO Charles Lim will also participate as a sub-underwriter up to the value of \$50,000.

The New Options, if exercised would raise up to a further \$4,488,814 in additional funds.

The Company has set 7:00pm (Sydney time) on 30 October 2015 as the Record Date for the purposes of determining shareholders' entitlement to participate in the Offer.

New Shares issued pursuant to the Offer will rank equally with existing ordinary shares currently on issue and the Company will apply for official quotation of the New Shares.

The terms of the New Options issued pursuant to the Offer are set out in Section 6.2 of this Prospectus and the Company will apply for official quotation of the New Options.

Eligible Shareholders, being all Shareholders with registered addresses in Australia, New Zealand and Singapore, are entitled to apply for additional New Shares with attaching New Options over and above their Entitlement.

The Company intends to apply the proceeds raised from the Offer towards the acquisition of land for development or sale and for general working capital purposes.

The details of the Offer are set out in this Prospectus. I encourage you to read this Prospectus in its entirety and invite you to evaluate this opportunity carefully against your personal investment objectives.

Please note that the Closing Date for acceptances is 5:00p.m. (Sydney time) on 19 November 2015.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Choon Keng Kho', written over a horizontal line.

Choon Keng Kho
Chairman
LionHub Group Limited

2. DETAILS OF THE OFFER

This Section provides an overview of the Rights Issue. Before deciding whether to subscribe for New Shares and New Options under this Prospectus, you should read this Prospectus in its entirety.

2.1. The Offer

The Offer being made in this Prospectus comprises a renounceable Rights Issue, as follows:

Eligible Shareholders are offered the right to subscribe for new, fully paid ordinary shares in the Company ("New Shares"), at a price of \$0.135 per share, on the basis of 1 New Share for every 80 Shares held at the Record Date.

Upon successfully subscribing for New Shares you will also be issued with attaching options each to subscribe for 1 fully paid ordinary share in the Company, exercisable at \$0.22 expiring on the fifth anniversary of the date of issuance ("New Option"), on the basis of 2 New Options for each 1 New Share issued.

Where fractions arise in the calculation of entitlements, they will be rounded up to the next whole number.

Where a Shareholder holds fewer than 80 Shares, such Shareholder's Entitlement will be one Share.

The number of New Shares to which an Eligible Shareholder is entitled is shown on the personalised Entitlement and Acceptance Form that accompanies the copy of the Prospectus sent to each Eligible Shareholder.

Only Eligible Shareholders are entitled to participate in the Rights Issue. Please refer to Section 7 for information about how to take up your Rights.

The Offer is renounceable. This provides eligible Shareholders who do not wish to subscribe for some or all of their rights an opportunity to sell their Rights. Shareholders who do not exercise their Rights will be diluted.

The Rights Issue will close on 19 November 2015 or such later date as the Directors may determine ("the Closing Date"). Notice of any decision to extend the period of the Rights Issue must be given at least 3 business days prior to the Closing Date by an announcement to ASX.

All New Shares issued pursuant to the Rights Issue under this Prospectus will rank equally with existing shares in the Company. The terms and conditions of the New Shares and the New Options are set out in Sections 6.1 and 6.2 respectively.

Subject to the requirements of the Listing Rules, the Company intends to apply to the ASX for Official Quotation of the New Shares, and of the New Options.

2.2. Take up and Underwriting

Lian Keng Enterprises Pte Ltd has agreed to take up its Entitlement to the extent of 4,444,444 New Shares with attaching New Options.

Lian Keng's Application will be scaled back to the extent that Applications to participate in the Shortfall Facility exceed Shares available under the Shortfall Facility.

In addition, Khosland Management Pte Ltd has agreed to underwrite the balance of the Rights Issue for no consideration.

The underwriting obligations of the Underwriter will apply to the Shortfall calculation after satisfaction of all Applications to participate in the Shortfall Facility.

The summary of the significant terms of the Take Up Deed and Underwriting Agreement is set out in Section 6.6 of this Prospectus.

Mr Choon Keng Kho, a Director of the Company, holds a substantial minority interest in Lian Keng Enterprises Pte Ltd and substantially all of the shares in the Underwriter. As commercial underwriting of the rights issue was not available and Lian Keng Enterprises Pte Ltd did not wish to subscribe for more than 4,444,444 New Shares with attaching New Options, Mr Kho agreed to procure Khosland Management Pte Ltd to act as Underwriter.

In addition, Mr Charles Lim, the Chief Executive Officer of the Company, has agreed to sub-underwrite 370,370 New Shares with attaching New Options. Mr Lim is not a Director of the Company and is not currently a shareholder.

2.3. Control

Lian Keng Enterprises Pte Ltd and the Underwriter are associated.

On the basis that Mr Charles Lim takes up 370,370 New Shares with attaching New Options as sub-underwriter, in the event that no other Shareholder takes up its entitlement under the Offer, and the Lian Keng Enterprises Pte Ltd and the Underwriter, by performing their respective obligations under the Take Up Deed and Underwriting Agreement, will increase their aggregate interest in Voting Shares in the Company from 64.08% to 64.47%.

In the event that no other Shareholder exercises its New Options and Lian Keng Enterprises Pte Ltd and the Underwriter do so it will increase their aggregate

interest in Voting Shares in the Company by a further 0.83% to 65.30% (compared to 61.27% prior to the issue of 59,090,909 shares to Lian Keng on 18 August 2015).

Aggregate Interests of Lian Keng Enterprises Pte Ltd and the Underwriter

Currently	Assume no other parties participate in the Rights Issue	Assume all New Options exercised
64.08%	64.47%	65.30%

2.4. Eligibility of Shareholders for the Offer

The Rights Issue Offer is made only to those Shareholders whose registered address is in Australia, New Zealand or Singapore as at 7.00pm (Sydney time) on the Record Date (“Eligible Shareholders”).

Shareholders whose registered address is not in Australia, New Zealand or Singapore, or who become registered holders of Shares in the Company after the Record Date, are not eligible to participate in the Offer.

An Entitlement and Acceptance Form setting out Eligible Shareholders’ Entitlements accompanies the hard copy of this Prospectus distributed to Eligible Shareholders.

Eligible Shareholders who do not take up their Entitlement in full may, as a result of this Rights Issue, have their percentage shareholding in the Company diluted.

2.5. Shortfall Facility

Eligible Shareholders may apply for securities in excess of their Entitlement and are therefore invited to apply for Shortfall Securities arising out of any existing Shareholders not taking up all or part of their Entitlement, by completing the section of the personalised Entitlement and Acceptance Form, which deals with Shortfall Securities. Section 7.3 of this Prospectus provides further information regarding Applications for Shortfall Securities.

The Underwriter may not apply for New Shares with attaching New Options under the Shortfall Facility, and New Shares with attaching New Options under the Shortfall Facility will be allocated to Applicants prior to calculating the Shortfall for the purposes of the Underwriting Agreement.

Any New Shares with attaching New Options representing rights of Ineligible Shareholders which are not sold as described in Section 2.13 or which are otherwise not exercised will form part of the Shortfall.

Further, Lian Keng Enterprises’ Application will be scaled back to the fullest extent that Applications to participate in the Shortfall Facility exceed Shares available

under the Shortfall Facility. As a result the Shares available in the Shortfall Facility may increase by up to a further 4,444,444 to permit greater participation in the Shortfall Facility .

2.6. Eligible Shareholder Entitlements

The Entitlement of each Eligible Shareholder is shown on the personalised Entitlement and Acceptance Form.

2.7. Closing Dates and Payment for Securities

The Closing Date for acceptance of Entitlement and Acceptance Forms and Shortfall Application Forms is 5:00pm (Sydney time) on 19 November 2015.

Cheques must be drawn in Australian currency on an Australian bank and made payable to 'Security Transfer Registrars Pty Ltd – <LionHub Group Limited> ' and crossed 'Not Negotiable'. Shareholders are asked not to forward cash by mail. Receipts for payment will not be issued.

Eligible Shareholders may submit payments for New Shares applied for using BPAY®. In order to use BPAY®, please follow the instructions set out on the Entitlement and Acceptance Form. If you make payment by BPAY®, you do not need to return your Entitlement and Acceptance Form.

Alternatively, Eligible Shareholders may deposit Application Monies to the following bank account rather than sending a cheque with their Application Forms. In such case applicants are still required to complete and send their Application Forms as set out in Section 7.6.

Bank account details:

Bank account name: Security Transfer Registrars Pty Ltd –
<LionHub Group Limited>

BSB Number: 036 001

Account Number: 597501

2.8. Allotment of Securities

The New Shares and New Options will be allotted and issued no more than 5 Business Days after the Closing Date. Holding statements will be dispatched as soon as practicable after allotment and issue of the securities.

Until the allotment and issue of the New Shares and New Options under this Prospectus, Application Monies will be held by the Company in trust in a separate bank account maintained for that purpose only. Any interest earned on Application Monies will be for the benefit of the Company and will be retained by the Company irrespective of whether allotment takes place.

2.9. ASX Quotation

Within seven days after the date of this Prospectus we will make application for the New Shares and the New Options issued pursuant to the Offer to be granted quotation on the Official List of the ASX.

If ASX does not grant Official Quotation of the New Shares and the New Options within 3 months after the date of the Prospectus then the New Shares and New Options will not be allotted and Application Monies will be repaid in full without interest.

Quotation of the New Shares and the New Options on the Official List of the ASX does not in any way indicate an endorsement by the ASX of the Company, our projects or the New Shares and New Options. The ASX takes no responsibility for the contents of this Prospectus.

2.10. CHESS System

We participate in the Clearing House Electronic Subregister System ("CHESS"). ASX Settlement Pty Limited (ACN 008 504 532) ("ASX Settlement"), a wholly owned subsidiary of ASX, operates CHESS in accordance with the Listing Rules and Securities Clearing House Business Rules.

Under CHESS, Shareholders will not receive certificates for their New Shares and New Options but will receive a statement of their holdings indicating the allotment of their New Shares and New Options pursuant to their acceptance of the Offer made under this Prospectus.

Shareholders who are broker-sponsored will receive a CHESS statement from ASX Settlement.

Shareholders registered under the Issuer Sponsored subregister will receive a statement from Security Transfer Registrars Pty Ltd.

A CHESS statement or Issuer Sponsored statement will routinely be sent to Shareholders at the end of any month in which the balance of their shareholding or option-holding changes. Shareholders may also request a statement at any other time, although a charge may be made for this additional service.

2.11. Rights and Liabilities attaching to the New Shares and New Options

From allotment, the New Shares issued pursuant to this Prospectus, will rank equally in respect of dividends and in all other respects (e.g. voting, bonus issues) as existing Shares.

A summary of the rights and liabilities attaching to the New Shares and New Options is set out in Sections 6.1 and 6.2 of this Prospectus.

2.12. Places of Offer

This Offer does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. Shareholders who do not have a registered address in Australia, New Zealand or Singapore are not eligible to participate in the Offer. The laws of jurisdictions outside of Australia, New Zealand and Singapore may restrict the distribution of this Prospectus. Anyone who comes into possession of this Prospectus outside Australia, New Zealand or Singapore should seek advice on and observe any such restrictions. A failure to comply with those restrictions may constitute a violation of applicable securities laws.

The Company is of the view that it is unreasonable to extend the Rights Issue to Shareholders with registered addresses outside Australia, New Zealand or Singapore, having regard to:

- the small number of Shareholders with registered addresses outside Australia, New Zealand and Singapore;
- the number and value of the New Shares which would be offered to ineligible Shareholders; and
- the cost of complying with the legal requirements and requirements of the regulatory authorities, in the respective overseas jurisdictions.

Accordingly, this Offer will not be made to Ineligible Shareholders. In order for a Shareholder to participate in the Offer, the Shareholder must be resident in Australia, New Zealand or Singapore at the Record Date.

Eligible Shareholders holding Shares on behalf of persons who are resident outside Australia, New Zealand and Singapore are responsible for ensuring that participation in the Offer does not breach regulations in the relevant overseas jurisdiction. Return of a duly completed Entitlement and Acceptance Form or payment by BPAY® will constitute a representation that there has been no breach of such regulations. Shareholders who are nominees are therefore advised to seek independent advice as how they should proceed. Where the Offer has been dispatched to a Shareholder domiciled outside Australia, New Zealand or Singapore and where the country's securities code or legislation prohibits or restricts in any way the making of the offers contemplated by this Prospectus, the Prospectus is provided for information purposes only.

2.13. Ineligible Shareholders

The Company has appointed Peloton Capital Pty Ltd (AFS Licence No. 406040) which has been approved by ASIC as nominee for the Ineligible Shareholders to arrange for the sale of the Rights which would have been offered to them. The

Company will transfer the Rights of the Ineligible Shareholders to the Nominee who will account to the Ineligible Shareholders for the net proceeds of the sale of the Rights (if any). The Nominee will have the absolute and sole discretion to determine the timing and the price at which Rights may be sold and the manner of any such sale. Neither the Company nor the Nominee will be subject to any liability for failure to sell the Rights or to sell them at a particular price. If in the reasonable opinion of the Nominee, there is no viable market for the Rights or a surplus over the expenses of sale cannot be obtained for the Rights that would have been offered to the Ineligible Shareholders, then the Rights will be allowed to lapse and the New Shares and attaching New Options representing such rights will be available under the Shortfall Facility.

2.14. New Zealand Shareholders

The New Shares and New Options are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of New Shares and New Options is being made in reliance on the Securities Act (Overseas Companies) Exemption Notice 2002 (New Zealand).

This Prospectus has not been registered, filed with or approved by any New Zealand regulatory authority under the Securities Act 1978 (New Zealand). This Prospectus is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

2.15. United States Shareholders

This Prospectus does not constitute an offer for sale of the New Shares or New Options or any right to a security into the United States or to U.S. persons. The New Shares and New Options have not been, and will not be, registered under the U.S. Securities Act and must not be offered or sold within the United States or to U.S. persons unless they are registered under the U.S. Securities Act or an exemption from the registration required of the U.S. Securities Act is available.

2.16. Singaporean Shareholders

This Prospectus and any other materials relating to the New Shares and New Options have not been, and will not be, lodged or registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this Prospectus and any other document or material in connection with the offer or sale, or invitation for subscription or purchase of the New Shares and New Options may not be circulated or distributed, nor may any New Shares or New Options be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part XIII of the Securities

and Futures Act, Chapter 289 of Singapore (the "SFA"), or as otherwise pursuant to, and in accordance with the conditions of any other applicable provisions of the SFA.

This Prospectus has been given to you on the basis that you are (i) an existing holder of the Company's shares, (ii) an "institutional investor" (as defined in the SFA) or (iii) a "relevant person" (as defined in section 275(2) of the SFA). In the event that you are not an investor falling within any of the categories set out above, please return this Prospectus immediately. You may not forward or circulate this document to any other person in Singapore.

Any offer is not made to you with a view to the New Shares or New Options being subsequently offered for sale to any other party. There are on-sale restrictions in Singapore that may be applicable to investors who acquire New Shares or New Options. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

2.17. Issue Expenses

The estimated expenses of the Rights Issue including professional fees, registry services and printing and postage are approximately \$140,000.

2.18. Application of Funds Raised

The Company's present intention is to use the funds raised under the Offer as follows:

Use of Funds	Amount
	\$
Acquisition of land and/or Investments	1,000,000
Cost of Offer	140,000
Working Capital	237,250
Total	\$ 1,377,250

As had been previously announced, the Company has obtained approvals for the Master Plans for both its projects at Xuancheng and Lu'an. The Company has since progressed further with the Control and Detailed planning for its projects, and subject to the relevant approvals being obtained, the Company expects that it can begin developmental work shortly thereafter. In addition to providing the Company with additional working capital, it intends to set aside approximately A\$1 million for the purposes of acquiring land for development or sale, either directly or through joint ventures with investment partners.

This is a statement of present intention only. The Company and Directors reserve the right to change the way and the proportion in which the funds are applied.

3. PURPOSE

The purpose of the Offer is to raise approximately \$1,377,250 (before expenses), if fully subscribed. The New Options, if exercised would raise up to \$4,488,814 in additional funds.

The Company intends to apply the proceeds raised from the Offer in payment of expenses for the Offer, acquire land for development or sale (see section 2.18, above) and for general working capital purposes.

4. EFFECT OF THE OFFER ON THE COMPANY

4.1 The effect of the Offer on the Company's issued share capital will be as follows:

LionHub Group Limited Capital Structure

Number of Existing Shares (prior to the Rights Issue)	Number of New Shares to be Issued Under this Prospectus	Total Shares on issue upon completion of the Offer
816,147,882	10,201,849	826,349,731

Cash Position

Completion of the Offer will also have the effect of increasing the Company's cash reserves by approximately \$1,237,250 (after deducting estimated costs of the Rights Issue).

In the event all of the New Options are exercised, the Company will raise an additional \$4,488,814.

4.2 Market Prices of Existing Shares on ASX

The highest and lowest market sale price of the Company's Shares on the ASX, during the three months immediately preceding the lodgement of this Prospectus with ASIC and the respective dates of those sales are set out below:

Highest: \$0.17

Lowest: \$0.12

The Volume Weighted Average Price for the Company's Shares for such three month period was \$0.14554.

The last market sale price on the second day prior to the date of lodgement date of this Prospectus with ASIC was \$0.14.

4.3 Financial Statements

Set out below is a *pro forma* Statement of Financial Position for the Company after taking into account the effect of the Rights Issue. This statement is based on the accounts of the Company as at 30 June 2015, which were lodged with the ASX on 31 August 2015.

The *pro forma* Consolidated Statement of Financial Position illustrates the effect of:

A: The issue of 10,201,849 fully paid ordinary shares at \$0.135 raising \$1,377,250; and

B: The Rights Issue is based on the following assumptions:

1. All Shareholders are Eligible Shareholders;
2. The Rights Issue will result in the Company issuing an additional 10,201,849 New Shares;
3. The activities of the Company since 30 June 2015 are not recognised in the *pro forma* Statement of Financial Position Save For:
 - (a) completion of the Offer to raise approximately \$1,377,250 (before expenses);
 - (b) expenses of the Offer of approximately \$140,000 (excluding GST) which have been offset against proceeds of the Offer, and
 - (c) the issuance of 59,090,909 shares for the acquisition of the Lu'An Project.

Pro Forma Consolidated Statement of Financial Position

		Reviewed 30 June 2015	Unaudited Pro forma adjustments		Unaudited Pro forma 30 June 2015
	Note	\$'000	\$'000	\$'000	\$'000
ASSETS					
Current assets					
Cash and cash equivalents	1	3,210	-	1,237	4,447
Trade and other receivables		11	-		11
Other current assets		31	-	-	31
Total current assets		3,252	-	1,237	4,489
Non-current assets					
Property, plant and equipment		635	-	-	635
Development in progress		434	-	-	434
Intangible assets	2	8,500	13,000	-	21,500
Deferred tax assets		4	-	-	4
Total non-current assets		9,573	13,000	-	22,573
TOTAL ASSETS		12,825	13,000	1,237	27,062
LIABILITIES					
Current liabilities					
Trade and other payables		25	-	-	25
Borrowings	3	6	-	-	6
Total current liabilities		31	-	-	31
TOTAL LIABILITIES		31	-	-	31
NET ASSETS		12,794	13,000	1,237	27,031
EQUITY					
Issued capital	4	172,757	13,000	1,237	186,994
Reserves		48	-	-	48
Accumulated losses		(160,011)	-	-	(160,011)
TOTAL EQUITY		12,794	13,000	1,237	27,031

**Unaudited Pro-
forma 30 June
2015
\$'000**

NOTE 1: CASH AND CASH EQUIVALENTS

Reviewed 30 June 2015		3,210
Application funds received under prospectus		1,377
Less: expenses of the offer		(140)
Unaudited Pro forma 30 June 2015		4,447

NOTE 2: INTANGIBLE ASSETS

\$'000

Reviewed 30 June 2015		8,500
Acquisition of development rights of the Lu'an Project in August 2015		13,000
Unaudited Pro forma 30 June 2015		21,500

NOTE 3: BORROWINGS

Loan from subsidiaries of ultimate parent entity (Lian Keng Enterprise Pte Ltd):

\$'000

Reviewed 30 June 2015 and Unaudited Pro forma 30 June 2015		6
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NOTE 4: ISSUED CAPITAL

Ordinary shares

	No.	\$'000
Reviewed 30 June 2015	757,056,973	172,757
Share issued for acquisition of the Lu'an Project in August 2015	59,090,909	13,000
Share issued under prospectus:		
- Application funds received	10,201,849	1,377
Less: expenses of the offer	-	(140)
Unaudited Proforma 30 June 2015	826,349,731	186,994

5. RISK FACTORS

5.1 Introduction

This Section identifies the areas the Directors regard as the key risks associated with an investment in the Company. Potential investors should be aware that an

investment in the Company involves many risks, which may be higher than the risks associated with an investment in other companies. Accordingly, the New Shares and the New Options to be issued under this Prospectus carry no guarantee with respect to the payment of dividends, returns of capital or the market value of those New Shares and New Options. Potential investors should consider that the investment in the Company is speculative and should consult their professional advisers before deciding whether to apply for New Shares and New Options in the Company.

The following summary, which is not exhaustive, represents some of the key risk factors potential investors need to be aware of as they may in the future materially affect the financial performance of the Company and the value of New Shares and the New Options to be issued under this Prospectus. Potential investors should read the whole of this Prospectus in order to appreciate such matters and the manner in which the Company intends to operate before any decision is made to apply for New Shares and the New Options.

There are numerous widespread risks associated with investing in any form of business and with investing in the share market generally. There is also a range of more specific risks associated with the Company's business. These risk factors are largely beyond the control of the Company and its directors because of the nature of the proposed business of the Company.

5.2 General Risks

A summary of the major general risks are described below.

i) Share Market Risk

The Market Price of Shares can be expected to rise and fall in accordance with general market conditions and factors specifically affecting the property market including occupancy rates, lease rates and interest rates.

There are a number of factors (both national and international) that may affect the Share Market Price and neither the Company nor its Directors have control of those factors.

ii) General Economic Conditions

Changes in the general economic climate in which the Company operates may adversely affect the financial performance of the Company. Factors that may contribute to that economic climate include the general level of economic activity, interest rates, inflation and other economic factors. The level of activity within the property development industry in China, more particularly in Anhui Province and associated developments targeted by the Company with focus on industrial and residential developments will also be of particular relevance to the Company.

iii) **Legislative Change**

Changes in Australian and foreign government regulation and policies may adversely affect the financial performance or the current and proposed operations generally of the Company. The Company is not aware of any current or proposed material changes in relevant regulations or policy.

iv) **Unforeseen Expenses**

While the Company is not aware of any expenses that may need to be incurred that have not been taken into account, if such expenses are subsequently incurred, the expenditure proposal of the Company may be adversely affected.

v) **Taxation**

The Company is subject to the tax regimes of China and Australia. Generally, changes in tax laws and regulations or their interpretation and application could adversely affect the tax liabilities of the Company.

5.3 Risk Specific to investing in the Company

In addition to the general market and economic risks noted above, investors should be aware of the risks specific to an investment in the Company. The major risks are described below.

i) **Operational Risk**

The current and future operations of the Company, including developing construction and sales activities may be affected by a range of factors, including:

- (a) limitations on activities due to seasonal weather patterns and cyclone activity;
- (b) unanticipated operational and technical difficulties encountered in construction;
- (c) mechanical failure of operating plant and equipment;
- (d) industrial and environmental accidents, industrial disputes and other force majeure events;
- (e) unavailability of equipment to undertake construction and development;
- (f) unexpected shortages or increases in the costs of labour, consumables, spare parts, plant and equipment; and
- (g) inability to obtain necessary consents or approvals.

China, from time to time, experiences economic, social and political volatility. As a result, the Company's operations may be impacted by currency fluctuations, political reforms, changes in Chinese government policies and procedures, civil unrest, social and religious conflict and deteriorating economic conditions. The likelihood of any of these changes, and their possible effects, if any, cannot be determined by the Company with any clarity at the present time, but they may include disruption, increased costs and, in some cases, total inability to establish or to continue to operate construction or development activities.

ii) **Sustainability of Growth and Margins**

The sustainability of growth and the level of profit margins from operations are dependent on a number of factors outside the Company's control including global interest rates, global economic development growth rates and competition from other jurisdictions attracting new business.

Industry margins in all sectors of the Company's activities are likely to be subject to continuing but varying pressures, including vacancy rates, interest rates, construction times and leasing rates.

iii) **Financing**

The Company's ability to effectively implement its business strategy over time may depend in part on its ability to raise additional funds. There can be no assurance that any such equity or debt funding will be available to the Company on favourable terms or at all. If adequate funds are not available, the Company may not be able to take advantage of opportunities or otherwise respond to competitive pressures.

iv) **Reliance on Key Personnel**

The Company's progress in pursuing its property development programmes within the time frames and within the costs structure as currently envisaged could be dramatically influenced by the loss of existing key personnel and a failure to secure and retain additional key personnel as the Company's property development programme develops. The resulting impact from such loss would be dependent upon the quality and timing of the employee's replacement.

Although the key personnel of the Company have a considerable amount of experience in property development, there is no guarantee or assurance that they will be successful in delivering or meeting the objectives of the Company as set out in this Prospectus.

v) **Exchange Rate Risk**

The Company intends to possess property in China and has contracts in currencies other than Australian Dollars, which are primarily in Chinese Renminbi and therefore revenues, earnings, assets and liabilities of the Company may be exposed adversely to exchange rate fluctuation.

vi) **Cyclical Industry Risk**

The Company's revenues and earnings will be sensitive to the level of activity in a number of industries, but principally the property industry. These industries are sensitive to a number of factors outside of the Company's control, including general economic conditions. The Company is not able to predict the time, extent and duration of the economic cycles in the global markets in which it operates. Because many of the Company's costs will be fixed, it may not readily be able to reduce its costs in proportion to the extent of an economic downturn. Any significant or extended downturn in the construction or manufacturing industries will negatively affect the Company's revenues, profits and financial position, as would the permanent closure of significant manufacturing operations.

vii) **Government Policy and Sovereign Risk**

The availability and rights to develop property in China, as well as industry profitability generally can be affected by changes in government policy that are beyond the control of the Company.

viii) **Industrial Risk**

Industrial disruptions, work stoppages and accidents in the course of the Company's operations could result in losses and delays, which may adversely affect profitability.

ix) **Environmental Risk**

The Company's operations and projects are subject to National and International laws and regulation regarding environmental hazards wherever it or its Subsidiaries conduct their operations. These laws and regulations set various standards regulating certain aspects of health and environmental quality and provide for penalties and other liabilities for the violation of such standards. Significant liability could be imposed on the Company for damages, clean-up costs, or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of property acquired by the Company or its Subsidiaries, or non-compliance with environmental laws or regulations. The Company proposes to minimise these risks by conducting its activities in an environmentally responsible manner, in accordance with applicable laws

and regulations and where possible, by carrying appropriate insurance coverage.

x) **Investment in Two Projects**

As the Company is invested in two properties within the same Chinese province, an event that impacts the Chinese commercial property market or the Xuancheng Technology and Development Zone itself could materially impact one or both of the rental income or the value of the Company and consequently have an adverse impact on share price. No assurance can be given that the Company will acquire additional properties over time to diversity its portfolio and thereby mitigate its exposure to a single site.

xi) **Tenant risk**

The Company's business plan relies on tenants to generate a portion of its revenues. If a tenant is affected by financial difficulties, the tenant may default on its rental or other contractual obligations which may result in loss of rental income or losses to the value of the Company's properties or both.

xii) **Re-leasing and vacancy**

There is a risk that the Company may not be able to negotiate suitable lease or lease extensions with tenants on substantially the same terms, if at all. The Company could also incur additional costs, including lease incentives, associated with re-leasing parts of the Technology Parks or other properties acquired by the Company over time. Tenants may not renew their leases, leading to increased vacancies and reduced rental income for the Company. The Company's ability to re-lease vacant areas across the Portfolio depends on market conditions and financial considerations prevalent at the time new tenants are being sought. New tenants and existing tenants renewing lease agreements may choose to take up more incentives in the form of abatements or rent free periods and less as fit-out contributions, leading to lower rental income for the Company.

xiii) **Competition Risk**

The Company is competing in a very tight market which property, development, technology, labour market; rental and housing markets and there is the risk that the Company will not be able to continue to compete profitably in the competitive industry in which it is about to operate. The potential exists for the nature and extent of the competition to change rapidly, which may cause loss to the Company.

xiv) **Property valuations**

The value of the proposed Technology Parks and the value of property assets which the Company may hold in the future are subject to a number of risks which include:

- changes in market rental rates;
- fluctuating tenancy levels;
- a downturn in the property market in general;
- pricing of any competing properties;
- tenants defaulting;
- increased competition from new or existing properties;
- increases in supply or falls in demand for property in the relevant sectors; and
- general economic conditions, such as interest rates and rental capitalisation rates.

Changes in the property market, especially changes in the valuation of properties and in market rents, may adversely affect the Company's income.

In addition, independent valuations represent a best estimate of the independent valuer at the time of undertaking the valuation and may not reflect the actual price a property would realise if sold. Independent valuations are subject to a number of assumptions which may prove to be inaccurate.

xv) **Development risk**

In certain circumstances, the Company may be exposed to development risk, resulting from the development of new properties.

Property development carries a number of risks, including:

- issues surrounding planning and authority approvals, which can result in delays or require amendments both of which may result in increased costs, time delays and impact the commercial viability of the development;
- delivery and contractual issues with building contractors; and
- unforeseen circumstances which cause project delays or increases to project costs.

A number of factors affect the earnings, cash flows and valuations of commercial property developments, including project costs, scheduled completion dates and securing tenants at estimated rental income.

xvi) **Contract risk**

The Company's existing business model is reliant upon revenue being generated from individual project contracts. All contracts, including those entered into by the Company, carry a risk that the respective parties will not adequately or fully comply with their respective contractual rights and obligations, or that these contractual rights and obligations, or that these contractual relationships may be terminated. In certain instances, it may be costly for the Company to enforce its contractual rights.

xvii) **Weather and Climate Changes**

The Company performs its business services outside and not typically under any cover, the conditions of winter in China can be harsh and can affect access to well sites and the movement of equipment, and may risk the workflow plans of the Company adversely affecting revenue.

Investment in LionHub should be considered speculative.

6. ADDITIONAL INFORMATION

6.1. Rights and Liabilities Attaching to the Securities

6.1.1. Rights attaching to the Shares

The rights attaching to ownership of the Shares arise from a combination of:

- the constitution of LionHub; and
- in certain circumstances, the Corporations Act, the Listing Rules, the ASX Settlement Rules and the general law.

The following is a summary of the more significant rights attaching to the Shares. This summary is not exhaustive nor does it constitute a definitive statement of the rights and liabilities of LionHub's Shareholders.

Further details of the rights attaching to Shares are set out in the constitution of LionHub, a copy of which can be inspected at LionHub's registered office during normal business hours.

(a) Ranking of Shares

At the date of this Prospectus, all Shares are of the same class and rank equally in all respects. Specifically, the New Shares issued pursuant to this Prospectus will rank equally with Existing Shares.

(b) **Voting rights**

Subject to any special rights or restrictions (at present there are none), at any meeting each Shareholder present in person or by proxy has one vote on a show of hands, and on a poll has one vote for each share held, but in respect of partly paid Shares will have a fraction of a vote in proportion to the amount paid up on the Shares.

(c) **Dividend rights**

The Directors may from time to time declare and pay or credit a dividend in accordance with the Corporations Act. Subject to any special rights (at present there are none), any dividends that may be declared by the Company are payable on all New Shares in proportion to the amount paid up. The Directors may from time to time pay or credit to the Shareholders such interim dividends as they may determine.

(d) **Variation of Rights**

The rights attaching to the Shares may only be varied by the consent in writing of the holders of three-quarters of the Shares, or with the sanction of a special resolution passed at a separate meeting of the holders of the Shares for that class.

(e) **Transfer of Shares**

Subject to the Company's Constitution, the Corporations Act or any other applicable laws of Australia and ASX Listing Rules, the New Shares are freely transferable. The Directors may refuse to register a transfer of Shares only in limited circumstances, such as where the Company has a lien on those Shares or otherwise in accordance with the Listing Rules.

(f) **General Meetings**

Each Shareholder is entitled to receive notice of, and to attend and vote at, general meetings of the Company and to receive all notices, accounts and other documents required to be furnished to shareholders under the Company's Constitution, the Corporations Act and ASX Listing Rules.

Shareholders may requisition meetings in accordance with Section 249D of the Corporations Act and the Company's Constitution.

(g) **Future increase in capital**

The allotment and issue of any new Shares is under the control of the Directors of the Company. Subject to restrictions on the issue or grant of securities contained in the Listing Rules, the Company's Constitution and

the Corporations Act (and without affecting any special right previously conferred on the holder of an existing share or class of shares), the Directors may issue Shares as they shall, in their absolute discretion, determine.

(h) **Rights on Winding Up**

If the Company is wound up, the liquidator may, with the sanction of a special resolution:

- divide among the shareholders the whole or any part of the Company's property; and
- decide how the division is to be carried out between the shareholders.

Subject to any special rights (at present there are none), any surplus assets on a winding up are to be distributed to shareholders in proportion to the number of Shares held by them irrespective of the amounts paid or credited as paid.

6.2. Rights attaching to New Options

The following are the terms of the New Options to be issued pursuant to this Prospectus.

6.2.1. Interpretation

- (a) ASX means ASX Limited (ACN 008 624 691);
- (b) Board means the board of directors of the Company;
- (c) Business Day means a day not being a Saturday, Sunday or public holiday, on which banks are generally open for business in New South Wales;
- (d) Corporations Act means the Corporations Act 2001 (Cth) as amended from time;
- (e) Listing Rules means the official listing rules of the ASX;
- (f) New Option and New Options means the options to be issued to the Option holder on the terms detailed in these Terms of Options;
- (g) Official List has the meaning given to that term in the Listing Rules;
- (h) Quotation has the meaning given to that term in the Listing Rules;
- (i) Shareholder and Shareholders means a person who owns Shares in the capital of the Company, notwithstanding that those Shares may not be fully paid; and
- (j) Shares means fully paid ordinary shares in the capital of the Company.

6.2.2. Entitlement

- 6.2.2.1. Each New Option entitles the Option holder to subscribe for, and be allotted, one ordinary Share in the capital of the Company.
- 6.2.2.2. Shares issued on the exercise of New Options will rank equally with all existing Shares on issue, as at the exercise date, and will be subject to the provisions of the Constitution of the Company and any escrow restrictions imposed on them by the ASX.

6.2.3. Exercise of New Option

- 6.2.3.1. The New Options are exercisable at any time from the date of issue in multiples of \$1,000.00, unless the whole parcel is exercisable for less than \$1,000.00, in which case the whole parcel must be exercised.
- 6.2.3.2. The final date and time for exercise of the New Options is 5pm (Sydney time) on the fifth anniversary of the date of issuance. If such date falls on a day that is not a Business Day, the final date will be the next Business Day.
- 6.2.3.3. The exercise price of each New Option is \$0.22.
- 6.2.3.4. Each New Option is exercisable by the Option holder signing and delivering a notice of exercise of New Option together with the exercise price in full for each Share to be issued upon exercise of each New Option to the Company's Share Registry.
- 6.2.3.5. Remittances must be made payable to '*LionHub Group Limited*' and cheques should be crossed 'Not Negotiable'.
- 6.2.3.6. All New Options will lapse on the earlier of the:
 - (a) receipt by the Company of notice from the Option holder that the Option holder has elected to surrender the New Option; and
 - (b) expiry of the final date and time for exercise of the New Option as set out in paragraph 6.2.3.2.
- 6.2.3.7. In the event of liquidation of the Company, all unexercised New Options will lapse.
- 6.2.3.8. For every New Option that is exercised, the Option holder will receive 1 Share.

6.2.4. Quotation

- 6.2.4.1. Subject to the requirements of the Listing Rules, the Company intends to apply to the ASX for Official Quotation of the New Shares and for the New Options.

6.2.4.2. The Company will apply to the ASX for, and will use its best endeavours to obtain, quotation of all Shares issued on the exercise of any New Options within 10 Business Days (as defined in the Listing Rules) of issue. The Company gives no assurance that such quotation will be granted.

6.2.5. Participation in Securities Issues

Subject to paragraph 6.2.6 below, the holder is not entitled to participate in new issues of securities without exercising the New Options.

6.2.6. Participation in a Reorganisation of Capital

6.2.6.1. In the event of any reconstruction or reorganisation (including consolidation, sub-division, reduction or return of the capital of the Company), the rights of an Option holder will be changed in accordance with the Listing Rules of the ASX applying to a restructure or reorganisation of the capital at the time of that restructure or reorganisation, provided always that the changes to the terms of the New Options do not result in any benefit being conferred on the Option holder which is not conferred on Shareholders of the Company.

6.2.6.2. In any reorganisation as referred to in paragraph 6.2.6.1, New Options will be treated in the following manner:

- (a) in the event of a consolidation of the share capital of the Company, the number of New Options will be consolidated in the same ratio as the ordinary share capital of the Company and the exercise price will be amended in inverse proportion to that ratio;
- (b) in the event of a subdivision of the share capital of the Company, the number of New Options will be subdivided in the same ratio as the ordinary share capital of the Company and the exercise price will be amended in inverse proportion to that ratio;
- (c) in the event of a return of the share capital of the Company, the number of New Options will remain the same and the exercise price will be reduced by the same amount as the amount returned in relation to each ordinary share;
- (d) in the event of a reduction of the share capital of the Company by a cancellation of paid up capital that is lost or not represented by available assets where no securities are cancelled the number of New Options and the exercise price of each New Option will remain unaltered;
- (e) in the event of a pro-rata cancellation of shares in the Company, the number of New Options will be reduced in the same ratio as the ordinary

share capital of the Company and the exercise price of each New Option will be amended in inverse proportion to that ratio; and

- (f) in the event of any other reorganisation of the issued capital of the Company, the number of New Options or the exercise price or both will be reorganised (as appropriate) in a manner which will not result in any benefits being conferred on the Option holder which are not conferred on shareholders.

6.2.7. No Adjustments to New Options and Exercise Price

There will be no change to the exercise price, or change to the number of underlying securities over which the New Options may be exercised in the event of a pro rata rights issue, bonus issue or otherwise. In order to participate in any such issue the New Options must be exercised by the applicable record date.

6.2.8. Takeovers and Schemes of Arrangement

6.2.8.1. If during the currency of any New Options and prior to their exercise a takeover offer or a takeover announcement (within the meaning of the Corporations Act) is made to holders of Shares then within 10 Business Days after the Company becomes aware of the offer, the Company must forward a notice notifying the Option holder of the offer and from the date of such notification, the Option holder has 60 days within which to exercise the New Options notwithstanding any other terms and conditions applicable to the New Options or arrangement. If the New Options are not exercised within 60 days after notification of the offer, the New Options may be exercised at any other time according to their terms of issue.

6.2.8.2. If an offer for shares in the Company is made to Shareholders pursuant to a scheme of arrangement which has been approved in accordance with the Corporations Act, the Option holder will be entitled to exercise New Options within the period notified by the Company.

6.2.9. Transfers

The New Options are freely transferable.

6.2.10. Notices

Notices may be given by the Company to the Option holder in the manner prescribed by the Constitution of the Company for the giving of notices to Shareholders and the relevant provisions of the Constitution of the Company will apply with all necessary modification to notices to be given to the Option holder.

6.2.11. Rights to Accounts

The Option holder will be sent all reports and accounts required to be laid before Shareholders in general meeting and all notices of general meeting of Shareholders, however, if the Option holder is not a Shareholder, the Option holder will not have any right to attend or vote at these meetings.

6.3. LionHub is a Disclosing Entity

We are a disclosing entity for the purposes of the Corporations Act and, as such, we are subject to regular reporting and disclosure requirements. As a listed company, we are required to comply with all applicable continuous disclosure and reporting requirements in the Listing Rules. We have an obligation under the ASX Listing Rules (subject to certain exceptions) to disclose to ASX any information of which it is or becomes aware concerning LionHub and which a reasonable person would expect to have a material effect on the price or the value of shares. All such disclosures are available at www.asx.com.au.

The ASX maintains records of company announcements for all companies listed on the ASX. Our announcements may be viewed on the ASX's website at www.asx.com.au.

Copies of documents lodged with ASIC in relation to the Company may be obtained from, or inspected at an office of ASIC.

6.4. Section 713 Prospectus

This Prospectus has been issued under the provisions of section 713 of the Corporations Act. Section 713 enables disclosing entities to issue prospectuses in relation to "continuously quoted securities" (as defined in the Corporations Act), or options to acquire such securities.

LionHub as a disclosing entity is subject to regular reporting and disclosure obligations. As at the date of this Prospectus no information has been excluded from a continuous disclosure notice in accordance with the Listing Rules. Copies of documents lodged at ASIC in relation to the Company may be obtained from, or inspected at, an office of ASIC.

The New Shares to be issued under this Prospectus are in a class of securities that has been continuously quoted on the ASX in the 12 month period preceding the date of this Prospectus.

The New Options to be issued under this Prospectus are options to acquire securities in a class of securities that has been continuously quoted on the ASX in the 12 month period preceding the date of this Prospectus.

The level of disclosure that applies to this Prospectus requires that it must contain all the information investors and their professional advisers would reasonably require to make an informed assessment of:

- a) the effect of the offer on the Company; and
- b) the rights and liabilities attaching to the securities being offered; and
- c) in the case of the New Options, the rights and liabilities attaching to the New Options themselves and the underlying securities.

The Prospectus must contain this information only to the extent to which it is reasonable for investors and their professional advisers to expect to find the information in the Prospectus. It is not necessary to include general information in relation to all of the assets and liabilities, financial position, profits and losses or prospectus of the issuing company. Accordingly, this Prospectus does not contain the same level of disclosure as a prospectus of an unlisted company or an initial public offering prospectus.

Having taken such precautions and having made such enquiries as are reasonable, we believe that we have complied with the general and specific requirements of ASX as applicable from time to time throughout the 12 months before the date of this Prospectus which required us to notify ASX of information about specified events or matters as they arise for the purpose of ASX making that information available to the stock market conducted by ASX.

This Prospectus is intended to be read in conjunction with the publicly available information in relation to the Company. Information that is already in the public domain has not been reported in this Prospectus, other than that which is considered necessary to make the Prospectus complete.

6.5. Right to Obtain Copies of Documents

We will provide a copy of any of the following documents, free of charge, to any person who requests a copy of the document before the Closing Date:

- a) the annual financial report of the Company for the year ended 31 December 2014, being the annual financial report most recently lodged by the Company with the ASIC;
- b) any continuous disclosure notices (that is, documents in which the ASX was notified of information relating to the Company) given by the Company after 31 March 2015, being the date of lodgement of the 31 December 2014 annual financial report and before lodgement of a copy of this Prospectus with the ASIC.

These documents are:

Date	Headline
29/04/2015	Notice of Annual General Meeting and Proxy Form
30/04/2015	March 2015 Quarter Appendix 4C
27/05/2015	Results of 2015 Annual General Meeting
16/07/2015	Independent Expert Report to Accompany Notice of Meeting
16/07/2015	Notice of General Meeting and Proxy Form
30/07/2015	Appendix 4C for the June 2015 Quarter
13/08/2015	Results of General Meeting
17/08/2015	Second Technology park Acquisition Completed
19/08/2015	Appendix 3B for Issue of Consideration Shares for Lu'an
20/08/2015	Change in substantial holding – Lian Keng Enterprises
31/08/2015	June 2015 Appendix 4D and Interim Financial Report.

We may make further announcements to ASX from time to time. Copies of announcements are released by ASX on its website (www.asx.com.au), and will also be made available on our website (www.lionhub.com.au). Copies of announcements can also be obtained from us on request. Prospective investors are advised to refer to ASX's website or our website for updated releases about events or matters affecting the Company.

The Annual Financial Report, the half year financial report and the continuous disclosure notices referred to above have been identified for the purposes of section 713(4) of the Corporations Act and are not taken to form part of the content of this Prospectus.

The Company's constitution and the consents referred to in Section 6.14 are also available for inspection for a period of 12 months after the date of this Prospectus during normal business hours at the Company's office at:

Hyde Park Tower Level 3A
142-148 Elizabeth Street
SYDNEY NSW 2000

6.6. Take Up Deed and Underwriting Agreement

The Company and Lian Keng Enterprises Pte Ltd entered into a Take Up Deed on 15 October 2015 under which Lian Keng agreed to take up its Entitlement under the Offer to the extent of \$600,000. Lian Keng receives no consideration for agreeing to do so.

The Company and the Underwriter entered into an Underwriting Agreement on 15 October 2015 under which the Underwriter agreed to underwrite the Underwriting Agreement.

The Underwriter will be paid no underwriting commission. The Underwriter may terminate its take-up and underwriting liability in certain circumstances including but not limited to the following:-

- a) **(Offer):** the Offer is withdrawn by the Company; or
- b) **(No Official Quotation):** Official Quotation has not been granted by no later than the shortfall notice deadline or, having been granted, is subsequently withdrawn, withheld or qualified; or
- c) **(Non-compliance with disclosure requirements):** it transpires that this Prospectus does not contain all the information required by section 713 (or sections 710, 711 and 716) of the Corporations Act; or
- d) **(Misleading Prospectus):** it transpires that there is a statement in this Prospectus that is misleading or deceptive or likely to mislead or deceive, or that there is an omission from this Prospectus (having regard to the provisions of section 713 (or sections 710, 711 and 716) of the Corporations Act) or if any statement in this Prospectus becomes misleading or deceptive or likely to mislead or deceive or if the issue of this Prospectus is or becomes misleading or deceptive or likely to mislead or deceive;
- e) **(Restriction on allotment):** the Company is prevented from allotting the New Shares within the time required by the Underwriting Agreement, the Corporations Act, the Listing Rules, any statute, regulation ASIC, ASX or any court of competent jurisdiction or any governmental or semi-governmental agency or authority;
- f) **(Withdrawal of consent to Prospectus):** any person (other than the Underwriter) who has previously consented to the inclusion of its, his or her name in this Prospectus or to be named in this Prospectus, withdraws that consent;
- g) **(Hostilities):** there is an outbreak of hostilities or a material escalation of hostilities (whether or not war has been declared) after the date of this

agreement involving Australia or any of Japan, Russia, the United Kingdom, the United States of America, or the Peoples Republic of China;

- h) **(Authorisation):** any authorisation which is material to anything referred to in this Prospectus is repealed, revoked or terminated or expires, or is modified or amended in a manner unacceptable to the Underwriter;
- i) **(Termination Events):** any of the following events occur:
 - i. **(Default):** default or breach by the Company under the Underwriting Agreement of any terms, condition, covenant or undertaking;
 - ii. **(Incorrect or untrue representation):** any representation, warranty or undertaking given by the Company in the Underwriting Agreement is or becomes untrue or incorrect;
 - iii. **(Contravention of constitution or Act):** a contravention by the Company or any of its subsidiaries of any provision of its constitution, the Corporations Act, the Listing Rules or any other applicable legislation or any policy or requirement of ASIC or ASX;
 - iv. **(Significant change):** a "new circumstance" as referred to in section 719(1) of the Corporations Act arises that is materially adverse from the point of view of an investor;
 - v. **(Misleading information):** any information supplied at any time by the Company or any person on its behalf to the Underwriter in respect of any aspect of the Offer or the Rights Issue or the affairs of the Company or any of its subsidiaries is or becomes misleading or deceptive or likely to mislead or deceive;
 - vi. **(Official Quotation qualified):** the Official Quotation is qualified or conditional other than as set out in the definition of "Official Quotation" within the Listing Rules;
 - vii. **(Change in Act or policy):** there is introduced, or there is a public announcement of a proposal to introduce, into the Parliament of Australia or any of its States or Territories any Act or prospective Act or budget or the Reserve Bank of Australia or any Commonwealth or State authority adopts or announces a proposal to adopt any new, or any major change in, existing, monetary, taxation, exchange or fiscal policy;
 - viii. **(Prescribed Occurrence):** the Company or any of its subsidiaries increases or reduces its share capital, enters into a buyback agreement or arrangement, grants options or convertible notes (with the exception of those listed in this Prospectus), disposes or

agrees to dispose or to charge a substantial part of its business or property, resolves to be wound up or a court order is made to wind up, a liquidator or receiver is appointed or the Company or any of its subsidiaries executes a deed of company arrangement;

- ix. **(Suspension of debt payments):** the Company suspends payment of its debts generally;
- x. **(Event of Insolvency):** an event of insolvency occurs in respect of a the Company or any of its subsidiaries;
- xi. **(Judgment against a Relevant Company):** a judgment in an amount exceeding \$50,000 is obtained against the Company or any of its subsidiaries and is not set aside or satisfied within 7 days;
- xii. **(Litigation):** litigation, arbitration, administrative or industrial proceedings are after the date of the Underwriting Agreement commenced or threatened against the Company or any of its subsidiaries, other than any claims foreshadowed in this Prospectus;
- xiii. **(Force Majeure):** a force majeure affecting the Company's business or any obligation under the Underwriting Agreement lasting in excess of 7 days occurs;
- xiv. **(Certain resolutions passed):** the Company or a subsidiary passes or takes any steps to pass a resolution under section 254N, section 257A or section 260B of the Corporations Act or a resolution to amend its constitution without the prior written consent of the Underwriter; or
- xv. **(Capital Structure):** the Company or any of its subsidiaries alters its capital structure in any manner not contemplated by this Prospectus.

The Underwriter may not exercise its rights under item i) above unless, in the reasonable opinion of the Underwriter reached in good faith, the occurrence of a termination event has or is likely to have, or two or more termination events together have or are likely to have:

- a material adverse effect; or
- could give rise to a liability of the Underwriter under the Corporations Act or otherwise.

6.7. Interests of Directors and Management

Except as set out in this Prospectus, no Director holds, or held at any time in the last two years, any interest in:

- (a) the formation or promotion of LionHub; or
- (b) property acquired or proposed to be acquired by LionHub in connection with either its formation or promotion, or the Offer; or
- (c) the Offer.

Details of the interests of each Director in securities of LionHub immediately before lodgement of the Prospectus with ASIC are set out in the table below. The table does not take into account any securities the Directors may acquire under the Offer.

Relevant Interests of Directors

Director	Number of Shares	
	Direct	Indirect
Choon Keng Kho	Nil	522,970,588**
Geoffrey Ellison McIntyre	20,000	Nil
Patrick Chuan Thye Kho	Nil	522,970,588**
Kwee Jee Lee	Nil	Nil
Jamie Gee Choo Khoo	Nil	Nil
Kim Huat Koh	Nil	Nil
Total	20,000	522,970,588

*** Lian Keng Enterprises Pte Ltd is the holder of the 522,970,588 fully paid Ordinary Shares and I am a Director and Shareholder of Lian Keng Enterprises Pte Ltd.*

6.8. Payments and Benefits to Directors

Except as set out in this Prospectus, no person has paid or agreed to pay any amount, or provided or agreed to provide any benefit to:

- any Director in order to induce them to become, or to qualify as, a Director; or
- any Director for services provided by him in connection with
 - i) the formation or promotion of LionHub, or
 - ii) the Offer.

6.9. Remuneration of Directors

The Company's Constitution provides that the Directors shall be paid out of the funds of the Company, by way of remuneration for their services as Directors, a sum not exceeding such fixed sum per annum as may be determined by the Directors prior to the first annual general meeting of the Company, to be divided among themselves and in default of agreement then in equal shares. The remuneration of the Directors shall not be increased except pursuant to a resolution passed at a general meeting of the company where notice of the suggested increase shall have been given to Members in the notice convening the meeting. No Director shall be paid as part or whole of his remuneration a commission on or a percentage of profits or a commission on or a percentage of operating revenue, and no Executive Director shall be paid as whole or part of his remuneration a commission on or percentage of operating revenue.

The Directors have been paid Directors' fees totalling \$194,938 (inclusive of salary, entitlements and super contributions) for the period from 1 January 2015 to the date of this Prospectus.

6.10. Interests of, and Issue of Payments and Benefits to, Advisors and Experts

Except as set out in this Prospectus, no person named in this Prospectus as performing a function in a professional, advisory, expert or any other capacity in connection with the preparation and distribution of this Prospectus, promoters of LionHub (together, "**Prescribed Persons**") holds, or at any time in the past two years held, any interest in:

- a) the formation or promotion of LionHub;
- b) any property acquired or proposed to be acquired in connection with the formation or promotion of LionHub or the Offer; or
- c) the Offer.

Except as set out in this Prospectus, no amounts have been paid or agreed to be paid to any Prescribed Person and no benefit has been given or agreed to be given to any Prescribed Person for services provided by a Prescribed Person in connection with:

- a) the formation or promotion of LionHub; or
- b) the Offer.

M+K Lawyers will receive the sum of approximately \$35,000 (excluding GST and disbursements) from the Company for the provision of legal services to the Company in connection with the Rights Issue.

Peloton Capital will receive the sum of approximately \$27,876 (excluding GST and disbursements) and 1,500,000 New Options from the Company for the provision of financial advice and broking services in connection with the Rights Issue.

6.11. Estimated Expenses of the Offer

The expenses of the Offer are expected to be approximately \$140,000. These expenses will be borne by the Company and may be paid out of the proceeds of the Rights Issue.

6.12. Electronic Prospectus

Pursuant to Class order 00/044 the ASIC has exempted compliance with certain provisions of the Corporations Act to allow distribution of an electronic prospectus and electronic application form on the basis of a paper prospectus lodged with ASIC, and the publication of notices referring to an electronic prospectus or electronic application form, subject to compliance with certain conditions.

If you have received this Prospectus as an electronic Prospectus, please ensure that you have received the entire Prospectus accompanied by the Entitlement and Acceptance Form. If you have not, please email the Company at info@lionhub.com.au the Company will send you, for free, either a hard copy or a further electronic copy of the Prospectus or both. Alternatively, you may obtain a copy of the Prospectus from the Company's website at www.lionhub.com.au.

The Company reserves the right not to accept an Entitlement and Acceptance Form from a person if it has reason to believe that when that person was given access to the electronic Entitlement and Acceptance Form, it was not provided together with the electronic Prospectus and any relevant supplementary or replacement prospectus or any of those documents were incomplete or altered.

6.13. Litigation

As at the date of this Prospectus, we are not involved in any material legal proceedings and the Directors are not aware of any legal proceedings pending or threatened against us.

6.14. Consents

Each of the Directors has given and has not withdrawn his consent to all statements of such director or of the Directors which are included in the Prospectus in the form and context in which they are included.

Khosland Management Pte Ltd has given, and not withdrawn, its consent to be named as an Underwriter to the Offer in the form and context in which it is named.

M+K Lawyers has given and as at the date of this Prospectus has not withdrawn its consent to be named as the Company's solicitors in relation to the Rights Issue.

7.2 If you wish to sell your Rights in full on ASX

If you wish to sell all of your Rights in full on ASX, complete the section headed "Instructions to your Stockbroker" on the back of the accompanying Entitlement and Acceptance Form and lodge the Entitlement and Acceptance Form with your stockbroker as soon as possible.

You can sell your Rights on ASX from 28 October 2015. All sales on ASX must be effected by the close of trading on 12 November 2015, when Rights trading ends on ASX.

The Company does not accept any responsibility for any failure by your stockbroker to carry out your instructions.

7.3 If you wish to sell part of your Rights on ASX and take up the balance

If you wish to sell part of your Rights on ASX and take up the balance, complete the section headed "Instructions to your stockbroker" on the back of the accompanying Entitlement and Acceptance Form and lodge the Entitlement and Acceptance Form, together with your cheque or bank draft for the Application Monies for the New Shares for which you wish to subscribe, with your stockbroker as soon as possible or payment must be made via Bpay® following the instructions on your personalised Entitlement and Acceptance Form.

You can sell your Rights on ASX from 28 October 2015. Any sale of part of your Rights on ASX must be effected by the close of trading on 12 November 2015, when Rights trading ends on ASX.

To take up the remaining part of your Rights, your stockbroker will need to ensure that the completed Entitlement and Acceptance Form together with the requisite Application Monies reaches the Share Registry **by not later than 5.00pm on 19 November 2015** or such later date as the Directors advise. You do not need to return your Entitlement and Acceptance Form if you have made payment via Bpay®.

The Company does not accept any responsibility for any failure by your stockbroker to carry out your instructions.

7.4 If you wish to transfer all or part of your Rights to another person other than on ASX

Eligible Shareholders may elect to transfer all or part of their Rights to another person other than on ASX, provided that the purchaser is resident in Australia, New Zealand or Singapore.

If you hold Shares on the issuer-sponsored register or certificated sub-register and you wish to transfer all or part of your Rights to another person other than on ASX, forward a completed renunciation form (which can be obtained through the Share Registry) signed by you (as the seller) and the buyer by not later than 5.00pm on 12 November 2015, together with your Entitlement and Acceptance Form completed by the buyer and the buyer's cheque or bank draft for the appropriate Application Monies to reach the Share Registry **by not later than 5.00pm on 19 November 2015** or such later date as the Directors advise.

If you are an Eligible Shareholder holding Shares on CHESS and you wish to transfer all or part of your Rights to another person other than on ASX, you should contact your sponsoring participant.

If the Share Registry receives both a completed renunciation form and a completed Entitlement and Acceptance Form in favour of the same Shareholder in respect of the same Rights, the renunciation will be given effect in priority to the acceptance.

7.5 If you do nothing

If you are an Eligible Shareholder and you do nothing by 5.00pm Sydney time on 19 November 2015, being the Closing Date, your Rights will form part of the Shortfall which will be taken up by Shareholders who elect to participate in the Shortfall and further by the Underwriter and you will not receive any New Shares.

7.6 Payment of Application Monies

You should complete your personalised Entitlement and Acceptance Form in accordance with the instructions on the form and return it accompanied by a cheque, bank draft or money order in Australian currency for the amount of the Application Monies payable to "Security Transfer Registrars Pty Ltd – <LionHub Group Limited>" and crossed "Not Negotiable".

Your cheque, bank draft or money order must be:

- calculated at \$0.135 in aggregate for each New Share; and
- in Australian currency draft on an Australian branch of a financial institution.

Any Application Monies received for more than your final allocation of New Shares (only where the amount is \$1.00 or greater) will be refunded on or around 27 November 2015. No interest will be paid to Applicants on any Application Monies received or refunded.

Cash payments will not be accepted. Receipts for payment will not be issued. To participate in the Offer, your payment must be received **by not later than the than 5.00 pm (Sydney time) on 19 November 2015**. Shareholders who make payment via cheque, bank draft or money order should mail their

personalised Entitlement and Acceptance Form together with Application Monies to:

LionHub Group Limited
C/- Security Transfer Registrars Pty Ltd
770 Canning Highway
APPLECROSS WA 6153
AUSTRALIA

Alternatively, the Application Monies may be paid into the bank account specified in section 2.7 with the Entitlement and Acceptance Form sent to the above address.

Payment may also be made via Bpay® following the instructions on your personalised Entitlement and Acceptance Form. You do not need to return your Entitlement and Acceptance Form if you have made payment via Bpay®.

Completed Entitlement and Acceptance Forms and Application Monies will not be accepted at the Company's registered office. Shareholders should mail their completed forms and Application Monies to the Share Registry.

7.7 Enquiries

If you have any queries about your Entitlement please contact the Company between the hours of 8.30am and 5.00pm Sydney time, Monday to Friday:

Ph: (02) 8281 3008 (within Australia)
+61 2 8281 3008 (outside Australia)

Alternatively, contact your stockbroker or other professional adviser.

7.8 Personal Information and Privacy Act

Eligible Shareholders have already provided certain personal information to LionHub and its share registry. If Eligible Shareholders apply for New Shares, LionHub and its share registry may update that personal information or collect new information. Such information will be used to assess the Application, service your needs as a LionHub shareholder, provide facilities and services that you request and carry out appropriate administration.

Your personal information may be used and disclosed to the Underwriter, persons inspecting the registers, regulatory bodies, print service providers, mail houses retained for Company purposes and LionHub's share registry.

If you do not provide the information requested in the Entitlement and Acceptance Form, LionHub may not be able to process the Application or administer your holding of Shares appropriately.

Under the Privacy Act 1998 (Cth), you may access, correct and update personal information held by, or on behalf of LionHub or its share registry by contacting LionHub as follows:

LionHub Group Limited
 Attention: Company Secretary
 Hyde Park Tower, Level 3A, 142-148 Elizabeth Street
 SYDNEY NSW 2000
 Telephone: +612 8281 3008
 Email: info@lionhub.com.au

8. GLOSSARY

In this Prospectus the following terms have the meanings ascribed to them below, unless the context otherwise requires.

TERM	EXPLANATION
ASX Settlement	ASX Settlement Pty Ltd
Applicant(s)	Person(s) who submit an Application
Application	A valid application made to subscribe for a specified number of New Shares, New Option and Shortfall Securities pursuant to this Prospectus
Application Monies	Means monies received by the Company from the Applicants
ASIC	Australian Securities and Investments Commission
ASX	Australian Securities Exchange limited
Board	The board of Directors LionHub Group Limited
Closing Date	The date the Offer closes, being 5.00pm (Sydney time) on 19 November 2015 extended by the Company
Company	LionHub Group Limited (ACN 119 999 441)
Corporations Act	Corporations Act 2001 (Cth)
Directors	The directors of LionHub Group Limited
Eligible Shareholder	A Shareholder entitled to participate in the Offer as described in Section 2.4
Entitlement	The entitlement of a Shareholder to participate in the Offer
Entitlement and Acceptance Form	The form accompanying this Prospectus (for Eligible Shareholders only)
Existing Shares	Means Shares on issue as at the date of this Prospectus
Ineligible Shareholder	A holder of Shares having a registered address outside Australia, New Zealand or Singapore
Issue	The issue of New Shares and New Options in accordance with this Prospectus

LionHub	LionHub Group Limited (ACN 119 999 441)
Listing Rules	The official listing rules of the ASX
Lu'An Project	Means the project of acquiring and developing the Lu'an Singapore Creative Ecological and Industrial Park
New Shares	Shares issued under this Prospectus
New Options	Options issued under this Prospectus, having an exercise price of \$0.22 and an expiry date on the fifth anniversary of the date of issuance
Offer	The Offer in accordance with this Prospectus, further details of which are set out in Section 2.1 of this Prospectus
Official Quotation	Has the meaning given to the term 'quotation' in the Listing Rules
Prospectus	This Prospectus dated 16 October 2015
Record Date	30 October 2015 at 7.00pm (Sydney time)
Shareholders	The shareholders of the Company
Shares	Ordinary shares in the capital of the Company, including when issued New Shares
Share Registry	Security Transfer Registrars Pty Ltd
Shortfall Facility	The right of Eligible Shareholders (other than the Underwriter) to apply for New Shares with attaching New Options out of the Shortfall Securities.
Shortfall Securities	New Shares and New Options offered for issue under this Prospectus which are not applied for by an Eligible Shareholder as part of their Entitlement
Right and Entitlement	The right of an eligible Shareholder to subscribe for New Shares and New Options
Underwriting Agreement	The Underwriting Agreement between the Company and the Underwriter, a summary of which is set out in Section 6.6 of this Prospectus
Take Up Deed	The Take Up Deed between the Company and Lian Keng Enterprises Pte Ltd
Technology Park	The Singapore Xuancheng Technological Park and the Lu'an Singapore Creative Ecological and Industrial Park being developed in Anhui Province in China
Underwriter	means Khosland Management Pte Ltd
Underwritten Amount	The amount underwritten by the Underwriter being the sum of equal to the product of the Shortfall Securities less securities taken up under the Shortfall Facility, and the issue price of \$0.135 per share

9. Directors Authorisation

The Directors of LionHub Group Limited have authorised the issue of this Prospectus on behalf of LionHub Group Limited.

This Prospectus has been signed by a Director for and on behalf of the Directors, in accordance with section 351 of the Corporations Act.

A handwritten signature in blue ink, appearing to read 'Kwee Jee Lee', is written over a vertical line.

Kwee Jee Lee – Director

10. CORPORATE DIRECTORY

Directors

Choon Keng Kho
Geoffrey Ellison McIntyre
Patrick Chuan Thye Kho
Kwee Jee Lee
Jamie Gee Choo Khoo
Kim Huat Koh

Company Secretary

Eryn Kestel

Registered Office and Principal Address

Hyde Park Tower, Level 3A
142-148 Elizabeth Street
SYDNEY NSW 2000

Telephone & Email

+612 8281 3008
info@lionhub.com.au

Solicitors to the Company

M+K Lawyers
Level 21, 20 Bond Street
Sydney NSW 2000

Share Registry

Security Transfer Registrars Pty Ltd*
770 Canning Highway
APPLECROSS WA 6153
AUSTRALIA
Email: registrar@securitytransfer.com.au

Broker to the Offer

Peloton Capital Pty Ltd
Level 5, 56 Pitt Street
SYDNEY NSW 2000.

ASX Code: LHB

Website

www.lionhub.com.au

**This entity has not been involved in the preparation of this Prospectus and has consented to being named in this Prospectus. Its name is included for information purposes only.*

ENTITLEMENT AND ACCEPTANCE APPLICATION FORM

THIS DOCUMENT IS IMPORTANT. IF YOU ARE IN DOUBT AS TO HOW TO DEAL WITH IT, PLEASE CONTACT YOUR STOCK BROKER OR LICENSED PROFESSIONAL ADVISOR.

LIONHUB GROUP LIMITED

ACN: 119 999 441

SHARE REGISTRY:
Security Transfer Registrars Pty Ltd

All Correspondence to:
PO BOX 535,
APPLECROSS WA 6953 AUSTRALIA
770 Canning Highway,
APPLECROSS WA 6153 AUSTRALIA
T: +61 8 9315 2333 F: +61 8 9315 2233
E: registrar@securitytransfer.com.au
W: www.securitytransfer.com.au

«Company_code»«Sequence_number»«Address_unknown»

«Holder_name»
«Address_line_1»
«Address_line_2»
«Address_line_3»
«Address_line_4»
«Address_line_5»

Code:

Holder Number:

Eligible Holding as at 5.00pm AEDST
on 30 October 2015:

Entitlement to Securities 1:80:

Amount payable on acceptance
@ \$ 0.135 per Security:

RENOUNCEABLE RIGHTS ISSUE CLOSING AT 5.00PM AEDST ON 19 NOVEMBER 2015

ISSUE PRICE OF \$0.135 PER SHARE WITH 2 NEW ATTACHING OPTIONS

(EXPIRING FIVE YEARS FROM THE DATE OF ISSUE EXERCISABLE @ \$0.22) FOR EVERY 1 NEW SHARE ISSUED.

IMPORTANT NOTICE: HOLDERS WHOSE EXISTING SHARES ARE HELD ON THE CHESSE SUBREGISTER SHOULD IN THE FIRST INSTANCE CONTACT THEIR SPONSORING STOCKBROKER/AGENT IN RESPECT OF ANY PROPOSED ON-MARKET SALE OF THEIR RIGHTS. RIGHTS TRADING COMMENCED ON 28 OCTOBER 2015 AND IS EXPECTED TO CEASE ON 12 NOVEMBER 2015 THE RIGHTS REFERRED TO IN THIS FORM MAY BE TRANSFERRED ELECTRONICALLY ON CHESSE BY SURRENDERING THE ENTITLEMENT AND ACCEPTANCE FORM TO YOUR SPONSORING STOCKBROKER BEFORE RIGHTS CEASE TRADING. THIS ENTITLEMENT AND ACCEPTANCE FORM SHOULD NOT BE RELIED UPON AS EVIDENCE OF THE CURRENT ENTITLEMENT OF THE PERSON NAMED IN THIS ENTITLEMENT AND ACCEPTANCE FORM.

(1) I/We the above named being registered at 5.00pm AEDST on the 30 October 2015 as holder(s) of Shares in the Company hereby accept as follows:

	NUMBER OF NEW SHARES ACCEPTED/APPLIED FOR	AMOUNT ENCLOSED @ \$0.135 PER SHARE
Entitlement or Part Thereof	<input type="text"/> , <input type="text"/> , <input type="text"/>	\$ <input type="text"/> , <input type="text"/> , <input type="text"/> . <input type="text"/>
Additional new Shares *	<input type="text"/> , <input type="text"/> , <input type="text"/>	\$ <input type="text"/> , <input type="text"/> , <input type="text"/> . <input type="text"/>
TOTAL	<input type="text"/> , <input type="text"/> , <input type="text"/>	TOTAL \$ <input type="text"/> , <input type="text"/> , <input type="text"/> . <input type="text"/>

(* refer to the sections 2.5 of the prospectus)

- (2) I/We have enclosed/made payment for amount shown above (following the payment instructions as detailed overleaf).
- (3) I/We understand that if any information on this form is not completed correctly, or if the accompanying payment is for the wrong amount, it may still be accepted. Any decision of the Directors as to whether to accept this form, and how to construe, amend or complete it shall be final.
- (4) I/We authorise the Company to send me/us a substituted form if this form ceases to be current.
- (5) I/We declare that I/we have received a full and unaltered version of the Prospectus either in an electronic or paper format.
- (6) My/Our contact details in case of enquiries are:

NAME

TELEPHONE NUMBER
()

EMAIL ADDRESS

@

BPAY PAYMENT OR THE RETURN OF THIS DOCUMENT WITH THE REQUIRED REMITTANCE WILL CONSTITUTE YOUR ACCEPTANCE OF THE OFFER.
You do not need to return this form if you have made payment via BPAY.

PAYMENT INFORMATION - Please also refer to payment instructions overleaf.



Billers code: 159483
Ref: EFT_REFERENCE_NUMBER

CHEQUE / MONEY ORDER

All cheques (expressed in Australian currency) are to be made payable to LIONHUB GROUP LIMITED and crossed "Not Negotiable".

REGISTRY DATE STAMP

<SEQUENCE_NUMBER>

E & O.E.



LODGEMENT INSTRUCTIONS

CHEQUE / MONEY ORDER

All cheques should be drawn on an Australian bank and expressed in Australian currency and crossed "Not Negotiable".

Sufficient cleared funds should be held in your account as your acceptance may be rejected if your cheque is dishonoured.

Cheques or bank drafts drawn on overseas banks in Australian or any foreign currency will NOT be accepted. Any such cheques will be returned and the acceptance deemed to be invalid.

Do not forward cash as receipts will not be issued.

When completed, this form together with the appropriate payment should be forwarded to the share registry:

Security Transfer Registrars Pty Ltd
PO Box 535, APPLECROSS WA 6953.

Applications must be received by Security Transfer Registrars Pty Ltd no later than 5.00pm AEDST on the closing date.

PAYMENT INFORMATION



Billers code: 159483

BPAY® this payment via internet or phone banking.
Your reference number is quoted on the front of this form.

Multiple acceptances must be paid separately.

Applicants should be aware of their financial institution's cut-off time (the time payment must be made to be processed overnight) and ensure payment is processed by their financial institution on or before the day prior to the closing date of the offer. BPAY applications will only be regarded as accepted if payment is received by the registry from your financial institution on or prior to the closing date. It is the Applicant's responsibility to ensure funds are submitted correctly by the closing date and time.

Your BPAY reference number will process your payment to your entitlement electronically and you will be deemed to have applied for such Securities for which you have paid.

If you have purchased or sold Securities prior to 5.00pm on 27 October 2015 (being the last day for trading on a cum rights entitlement basis) and this is not reflected in your holding shown overleaf, you should consult the Stockbroker who acted for you to protect your entitlements or determine the action you should take. If you have sold all your Securities, complete the details below and forward this form to the stockbroker who acted for you.

Broker:

No. of Securities Sold:

Holder No.:

IMPORTANT NOTICE TO HOLDERS WITH SECURITIES ON THE CHESS SUB-REGISTER:

Holders whose existing Securities are held on the CHES Sub-register as detailed overleaf should, in the first instance, contact their sponsoring Broker in respect of any proposed sale of their Rights.

GENERAL INFORMATION:

Entitlements either not accepted and/or renounced by 5.00pm AEDST on the closing date will revert to the Company and the New Securities may be placed by the Directors at their discretion, in conjunction with the Underwriter.

ENQUIRIES

All enquiries should be directed to the Company's share registry:

Security Transfer Registrars Pty Ltd

PO Box 535, Applecross WA 6953 AUSTRALIA

770 Canning Highway, Applecross WA 6153 AUSTRALIA

Telephone +61 8 9315 2333

Facsimile +61 8 9315 2233

Email: registrar@securitytransfer.com.au

SALE OF YOUR ENTITLEMENT BY YOUR STOCKBROKER

IN FULL OR IN PART:

These instructions will need to be with your Stockbroker in sufficient time to sell your Rights. Rights trading commenced on 28 October 2015 and is expected to cease on 12 November 2015.

To sell your entitlement, complete the panel below titled "Instructions to your Stockbroker" and forward this form to your Stockbroker with sufficient time to sell your Rights before the last day of Rights trading.

To sell part of the balance of your entitlement, complete the front of this form as to the New Securities being accepted and forward it together with your payment to your Stockbroker with sufficient time to sell your Rights before the last day of Rights trading (see payment instructions above). Your Stockbroker will then lodge your acceptance and cheque with the Company's share registry.

INSTRUCTIONS TO YOUR STOCKBROKER

To be completed and sent to your Stockbroker only if you wish to sell the whole or part of your Entitlement.

I/We have accepted	<input style="width: 100%; height: 20px;" type="text"/>	Rights (as per overleaf)
and have attached/ made payment for	<input style="width: 100%; height: 20px;" type="text"/>	being application money at \$0.135 per Right.
PLEASE SELL	<input style="width: 100%; height: 20px;" type="text"/>	Rights

This instruction *has / has not previously been notified to you.

* Please delete as appropriate

DISPOSAL OF YOUR ENTITLEMENT OTHER THAN THROUGH A STOCKBROKER:

A Standard Renunciation or Transfer Form must be used for all disposals of entitlements other than through a Stockbroker. These may be obtained from your Stockbroker or our share registry, Security Transfer Registrars Pty Ltd.

The Renunciation or Transfer Form must be completed by the offeree as seller and by his/her nominated buyer. The duly completed Renunciation or Transfer Form should then be lodged with the Company's share registry by 5.00pm AEDST on 30 October 2015 together with this form and application money payable (from the buyer).

PRIVACY STATEMENT

Personal information is collected on this form by Security Transfer Registrars Pty Ltd as the registrar for securities issuers for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal details may be disclosed to related bodies corporate, to external service providers such as mail and print providers, or as otherwise required or permitted by law. If you would like details of your personal information held by Security Transfer Registrars Pty Ltd or you would like to correct information that is inaccurate please contact them on the address on this form.

