



LatAm Autos Limited
100 Albert Rd, South Melbourne
Victoria, 3205
Australia

17 December 2014

Pre-quotation disclosure notice

The following information is required to be given to ASX for release to the market in connection with the commencement of official quotation in the fully paid ordinary shares (**Shares**) in LatAm Autos Limited ACN 169 063 414 (**LatAm Autos** or **Company**) (ASX: LAA).

Unless otherwise defined in this notice, capitalised terms have the meanings given to them in LatAm Autos' replacement prospectus dated 10 December 2014 (**Prospectus**).

Basis of allocation and procedure for determining allocation

Shares have been allocated under each component of LatAm Autos' initial public offer of Shares (**Offer**) as follows:

Broker Firm Offer	41,253,334
Institutional Offer	18,746,666
Total Shares issued or transferred under the Offer	60,000,000

The Shares issued under the Offer were issued on 17 December 2014. Each new Share was issued for AU\$0.30 per Share (**Offer Price**).

The basis of allocation and the procedure by which successful applicants may determine their precise allocation of Shares under the Offer are detailed in Sections 5.8.9, 5.11.6 and 5.12.2 of the Prospectus.

The Company and Canaccord Genuity (Australia) Limited and Moelis Australia Advisory Pty Ltd (**the Joint Lead Managers**) had absolute discretion regarding the basis of allocation of Shares among Institutional Investors, as described in the Prospectus. Applicants under the Institutional Offer will have received confirmation of their precise allocation from the Joint Lead Managers.

There was no scaling of the Broker Firm Offer, therefore there will not be any refunds. The allocations of Shares to brokers was determined by the Company and the Joint Lead Managers. Each Broker then had discretion as to how those Shares were allocated amongst their retail clients. Applicants under the Broker Firm Offer can determine their precise allocation by contacting their broker.

Applicants are responsible for confirming the number of Shares allocated to them before trading any Shares. Applicants who sell Shares before they receive an initial statement of holding do so at their own risk.

Successful applicants can make general enquiries regarding the Offer by contacting the LatAm Autos Share Registry on 1300 737 760 (toll free within Australia) or, if calling from outside Australia on +61 2 9290 9600 in either case from 8.30am to 5.30pm (Sydney time), Monday to Friday (Business Days only).



Commencement of trading and despatch dates

CHESS holding notices and issuer sponsored holding statements will be mailed on 18 December 2014. Accordingly, Shares will commence trading at 12.30pm today, 17 December 2014 on a deferred settlement basis and on 24 December 2014 on a normal settlement basis.

18 December 2014 is the date specified by ASX for despatch of:

- in relation to all holdings on the CHESS sub-register, a notice from the Company under ASX Settlement Operating Rule 8.9.1;
- in relation to all other holdings, issuer sponsored holding statements; and
- refund money to unsuccessful applicants.

Statement of the 20 largest Shareholders

A statement of the 20 largest Shareholders and the number and percentage of Shares they hold following completion of the Offer is set out at **Annexure A**. LatAm Autos only has one class of shares on issue.

Distribution schedule

An indicative statement setting out the total number of Shareholders and the number of Shareholders by size category is set out at **Annexure B**.

Status of the Demotores and Avisoriaweb Acquisitions

The Company also provides the following confirmations:

- that the conditions precedent under the agreement between the Company, Dridco Mexico S.A de C.V and Intangible Assets LLC dated 13 October 2014 (the **Demotores Agreement**) have been satisfied or, in the case of conditions precedent that cannot be satisfied by specific action, the Company confirms that nothing has occurred, and it has no reason to believe that anything will occur, which would render such conditions precedent incapable of satisfaction before admission; and
- that completion under the agreement between the Company and Jorge Mejia Ribadeneira, Daniel Ponce Mejia, Diego Fernando Camacho Puente and Andres Jacobo Noboa dated 7 August 2014 has occurred, including the issue of 23,694,000 shares.

Mandatory and voluntary escrow

On completion of the Offer a total of 169,822,186 Shares will be subject to mandatory or voluntary escrow arrangements, the duration of which is set out below:

Type of escrow	Number	Release date
Mandatory	77,893,913	24 months from the date of Listing (17 Dec 2016)
Mandatory	48,865,293	12 months from the date of the issue of the restricted securities (variable, but not later than 17 December 2015)
Voluntary	43,062,980	12 months from the date of Listing (17 Dec 2015)

For further detail in relation to the escrow arrangements entered into by LatAm Autos with certain of its Shareholders, please see Section 5.8.13 of the Prospectus.

Additional information

Bookbuild

The following additional information is required by ASX Listing Rule 1.1 Condition 17:

- the Bookbuild took place on 24 November 2014 and was conducted by the Joint Lead Managers. Under the Bookbuild, selected Institutional Investors and Brokers lodged bids for Shares under the Institutional Offer, indicating the number of Shares they wished to apply for at the Offer Price. The allocation of Shares issued under each component of the Offer is detailed above under the heading 'Basis of allocation and procedure for determining allocation';
- as noted above, the Offer Price was AU\$0.30 per Share;
- there were no concessionary fee or other arrangements entered into by LatAm Autos or its associates which has had the effect of reducing the effective price paid for Shares by some Applicants under the Bookbuild;
- there were no arrangements entered into which has resulted in some Applicants under the Bookbuild receiving a material benefit for agreeing to participate in the Bookbuild at the Offer Price of AU\$0.30 per Share which was not also received by all other Applicants under the Bookbuild; and
- other than the Underwriting Agreement, a summary of which is set out in the Prospectus, there were no arrangements entered into by LatAm Autos or its associates to avoid a shortfall or the appearance of a shortfall under the Bookbuild.



Additional documents

The following documents are annexed to this pre-quotation disclosure:

Annexure	Document
A	20 Largest Shareholders Table
B	Distribution Schedule
C	Appendix 1A and Information Form and Checklist
D	LatAm Autos Prospectus
E	LatAm Autos' constitution
F	LatAm Autos Corporate Governance Statement
G	LatAm Autos Securities Trading Policy
H	Annual report for the period from the date of incorporation to 30 June 2014
I	Foreign legal expert opinions for Peru, Argentina, Ecuador and Mexico confirming that the Company's ownership structure is lawful in the relevant jurisdiction