

Pre-Quotation Disclosures

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the official quotation of CHESS Depositary Interests (**CDIs**) representing shares of Common Stock (**Shares**) in BuildingIQ, Inc. (**Company**). Each CDI is equivalent to one Share.

Capitalised terms not defined in this document have the meaning given to them in the prospectus lodged with the Australian Securities and Investments Commission on 30 October 2015 (**Prospectus**).

Statement confirming completion of Restructuring and Conversion

The Company confirms that the following transactions have completed:

- the conversion of all outstanding shares of preferred stock into Shares; and
- 1 to 3.55285 stock split; and
- conversion of the convertible notes detailed in Section 9.5 of the Prospectus, pursuant to which 4,500,000 common shares were issued.

Statement confirming issue of KTM Options

The Company confirms that 2,112,500 unlisted options have been issued to KTM Capital Pty Limited. The terms and conditions of these options have been released to the market.

Escrow restrictions

The number of Shares, Options and CDIs subject to ASX restrictions and the restriction period applying to those Shares, Options and CDIs is as follows:

Restriction Period	Number of restricted securities
Until 17 Dec 2017	34,035,004 Shares (and any CDIs held with respect to those Shares)
Until 17 Dec 2017	3,905,589 options (includes 2,112,500 KTM Options)

The number of Shares and CDIs subject to voluntary restrictions and the restriction period applying to those Shares and CDIs is as follows:

Restriction Period	Number of restricted securities
Until 17 Dec2017	755,443 Shares (and any CDIs held with respect to those Shares)
Until 17 Dec 2016	9,419,349 Shares (and any CDIs held with respect to those Shares)

No options are subject to voluntary restrictions.

Waiver from Listing Rule 14.2.1

ASX has granted the Company a waiver from listing rule 14.2.1 to the extent necessary to permit the Company not to provide in its proxy form an option for holders of CDIs to vote against a resolution to elect a director, on the following conditions:

- The Company complies with relevant US laws as to the content of proxy forms applicable to resolutions for the election of directors.
- The notice given by the Company to CDI holders under ASX Settlement Operation Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case.
- The Company releases details of the waiver to the market as part of the pre-quotation disclosure, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.
- Without limiting ASX's right to vary or revoke its decision under listing rule 18.3, the waiver from listing rule 14.2.1 only applies for so long as the relevant US laws prevent the Company from permitting shareholders to vote against a resolution to elect a director.