



ABN: 84 131 090 947

12 October 2016

Dear Shareholder

ZYBER HOLDINGS LTD – PRO-RATA NON-RENOUNCEABLE RIGHTS ISSUE

As announced on 10 October 2016 Zyber Holdings Ltd (ACN (131 090 947)) (**Company** or **Zyber**) is undertaking a 1:2 pro rata non-renounceable rights issue (**Rights Issue** or **Offer**) of approximately 213,603,605 fully paid ordinary shares (**New Share**) to raise approximately \$1,068,018 (together with one (1) free attaching option for every two (2) Shares subscribed for and issued exercisable at \$0.012 on or before 31 October 2019 (**New Options**)). The price of New Shares under the Offer is \$0.005 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 10 October 2016.

The Offer is fully underwritten by Patersons Securities Limited (**Underwriter**). The Company must pay the Underwriter an underwriting fee of 6% of the gross amount raised pursuant to the Offer and a lead manager fee of \$60,000. The Company must also reimburse the Underwriter for costs incidental to the Offer.

The Company proposes to use the proceeds of the Entitlement Offer as follows:

Item	Proceeds of the Offer	Full Subscription (\$)	%
1.	Continued development of the Zyber business	400,000	37.5
2.	Review of new businesses	300,000	28.1
3.	Expenses of the Offer ¹	165,000	15.4
4.	Working capital	203,018	19.0
	Total	1,068,018	100

The above expenditure budget is indicative only and may change according to circumstances prevailing at the time.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00 pm (WST) on 14 October 2016, whose registered address is in Australia, New Zealand and Hong Kong.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Zyber Holdings Limited

Registered Office: Level 11, 216 St George's Terrace, Perth WA 6000
Telephone +61 8 9481 0389 | Fax +61 8 9463 6103



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Following completion of the Offer, the Company will have issued approximately 213,603,605 New Shares resulting in total Shares on issue of approximately 640,810,815 and 106,801,803 New Options resulting in total Options on issue of approximately 146,890,865.

A copy of the Prospectus is available on ASX's and Company's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 19 October 2016. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all of your rights to subscribe for New Shares pursuant to the Prospectus (**Entitlement**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Automatic Registry Services (**Share Registry**) by no later than 5:00 pm (WST) on 28 October 2016, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated on the Entitlement and Acceptance Form or making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.
- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure your application money for the Entitlements you wish to take up is received by the Share Registry by no later than 5:00 pm (WST) on 28 October 2016, by completing and returning your Entitlement and Acceptance Form by filling in the number of New Shares you wish to accept in the space provided on the Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies or making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.005 per New Share).
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

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Key dates for the Offer

Event	Proposed Date
Prospectus and Appendix 3B lodged with ASX Notification sent to Optionholders	10 October 2016
Notice of Rights Issue sent to security holders	12 October 2016
Existing shares quoted on an 'ex' basis	13 October 2016
Record date	14 October 2016
Despatch of Rights Issue Documents to Eligible Shareholders Offer Period Opens	19 October 2016
Offer Period Closes	28 October 2016
Securities quoted on a deferred settlement basis.	31 October 2016
Notification of under-subscriptions to ASX (if any)	3 November 2016
Shares Issued Holding statements despatched	7 November 2016

If you have any queries concerning the Rights Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or Zyber's Company Secretary, on +61 (08) 9481 0389.

Yours sincerely

Elizabeth Hunt

Company Secretary

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