



World Reach Limited  
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14 March 2013

The Manager  
Market Announcements Platform  
Australian Securities Exchange Limited

### **Share Purchase Plan Details**

World Reach Limited (*the Company*) announced on 8 March 2013 that it would be implementing a Share Purchase Plan (*SPP*) to allow eligible shareholders to apply for up to \$15,000 worth of shares in the Company.

Under the SPP, shareholders with registered addresses in Australia or New Zealand who were on the share register at 7.00pm (AEST) on 7 March 2013 will each be entitled to subscribe for up to \$15,000 worth of shares at an issue price of \$0.20 per share. This price represents a discount of 20% to the average market price of the Company's shares traded in the ordinary course on the ASX in the last 5 trading days up to and including the 7 March 2013.

Further details of the SPP are set out in the attached letter of offer and terms and conditions statement which will be mailed to eligible shareholders together with an application form, on 14 March 2013. The opening date for the SPP will be 14 March 2013 and the closing date 5 April 2013.

Eligible shareholders will only be able to participate in the SPP by completing and returning the application form sent to them and making payment for the amount of shares they wish to take up.

The SPP provides eligible shareholders with an opportunity to purchase shares at a discount to the current market price without brokerage or other costs. Based on a share price of \$0.25, a marketable parcel of shares is 2,000 shares. Accordingly, the SPP provides those shareholders who currently hold less than 2,000 shares, the opportunity to acquire more, so they may hold a marketable parcel. The Company encourages those shareholders to do so.

Yours faithfully

A handwritten signature in black ink, appearing to read "Dennis Payne".

Dennis Payne  
Company Secretary



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14 March 2013

Dear Shareholder

## **WORLD REACH LIMITED 2013 SHARE PURCHASE PLAN**

On behalf of the Board of Directors I am pleased to invite you to subscribe for fully paid new ordinary shares in World Reach Limited (*World Reach* or *the Company*) under this Share Purchase Plan (*SPP*) offer. The SPP provides eligible shareholders of World Reach with the opportunity to purchase additional shares pursuant to the enclosed SPP Terms and Conditions.

Participation in the SPP is optional and is open to Shareholders who at 7.00pm (AEST) on 7 March 2013 (*the Record Date*) were holders of shares in the Company with a registered address in Australia or New Zealand.

### **Shares**

The volume weighted average price for World Reach shares on the Australian Securities Exchange over the 5 days in which World Reach's shares traded up to and including 7 March 2013 was \$0.25. The SPP offer price of \$0.20 therefore represents a discount of 20%. No brokerage or other costs associated with an acquisition of shares on the ASX will apply to shares purchased under the SPP.

### **Details**

The Terms and Conditions of the SPP and the Application Form to purchase shares are attached. To participate, you must complete the Application Form provided and return it with a cheque, money order or bank draft to the Company or make payment by EFT as described in the Terms and Conditions.

Eligible shareholders as at the Record Date will be entitled to apply for a parcel of shares valued at A\$1,000, A\$2,000, A\$5,000, A\$10,000 or A\$15,000. This limitation applies even if you receive more than one Application Form or if you hold shares in World Reach in more than one capacity, eg. if you are both a sole and joint holder of shares in World Reach. World Reach reserves the right to reject any application for shares where it believes that this condition has not been complied with.

I request that all shareholders holding less than a marketable parcel of shares (currently 2,000 shares) consider this opportunity to increase their shareholding in the Company.

If you have any questions please contact:

Dennis Payne  
Chief Financial Officer & Company Secretary  
Telephone: (03) 8561 4200  
Facsimile: (03) 9560 9055  
Email: [dennis.payne@beamcommunications.com](mailto:dennis.payne@beamcommunications.com)

Thank you for your continuing support. The funds raised will be used to further new product development.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Michael Capocchi', with a stylized flourish at the end.

Michael Capocchi  
Managing Director

**TERMS AND CONDITIONS FOR THE  
WORLD REACH LIMITED 2013 SHARE PURCHASE PLAN (“SPP”)**

**1. The SPP**

The SPP enables Eligible Shareholders (see paragraph 2) to purchase \$1,000, \$2,000, \$5,000, \$10,000 or \$15,000 of fully paid ordinary shares in World Reach Limited (“World Reach”) without being required to pay brokerage fees or incurring additional transaction costs.

**2. Eligible Shareholders**

You are eligible to participate in the SPP (“Eligible Shareholder”) if you were the registered holder of one or more fully paid ordinary shares in World Reach (“Shares”) at 7.00 pm (AEST) on 7 March 2013 with an address, as recorded in World Reach’s Share Register, in Australia or New Zealand unless you hold the Shares on behalf of another person who resides outside Australia or New Zealand. Accordingly, shareholders with an address outside Australia and New Zealand will not be eligible to participate in the SPP.

**3. Participation in the SPP**

Participation in the SPP is subject to these Terms and Conditions and is optional. However, the offer under the SPP is non-renounceable and Shares will only be issued to the Eligible Shareholders to whom they are offered. This means that you cannot transfer your right to purchase Shares under the SPP to another person or entity.

**4. Key Dates**

• <b>ASX Announcement of SPP</b>	<b>8 March 2013</b>
• <b>Record Date to determine entitlements</b>	<b>7.00pm (AEST) 7 March 2013</b>
• <b>Despatch of documents to shareholders and Opening Date for SPP</b>	<b>14 March 2013</b>
• <b>Closing Date for application for shares</b>	<b>5.00pm (AEST) 5 April 2013*</b>
• <b>Allotment Date for SPP shares</b>	<b>12 April 2013*</b>

\* *These dates are indicative only and may be changed at the discretion of World Reach*

**5. Issue Price of Shares**

**The issue price for each Share under the SPP is \$0.20.** This price was determined by World Reach following the close of trading on 7 March 2013 (the trading day before the SPP was announced) by taking the volume weighted average traded price of Shares sold on the Australian Securities Exchange (“ASX”) in the 5 days in which World Reach’s shares traded immediately prior to the announcement of the SPP being \$0.25 and applying a discount of 20% to that price.

**6. Variation in market price of the Shares on the ASX**

The market price of the Shares on the ASX may rise and fall between the date of this SPP offer and the date when World Reach allots the Shares to you under the SPP. This means that the price you pay under the SPP offer may exceed the price at which Shares are trading on the ASX at the time the Shares are allotted to you under the SPP.

**7. Number of Shares Eligible Shareholders can apply for under the SPP and possible scale-back**

As an Eligible Shareholder and based on the issue price for available shares under the SPP, you can apply for:

- **5,000 Shares at \$0.20 per Share which will cost you \$ 1,000; OR**
- **10,000 Shares at \$0.20 per Share which will cost you \$ 2,000; OR**
- **25,000 Shares at \$0.20 per Share which will cost you \$ 5,000; OR**
- **50,000 Shares at \$0.20 per Share which will cost you \$10,000; OR**
- **75,000 Shares at \$0.20 per Share which will cost you \$15,000.**

This offer of new shares under the SPP is made in accordance with ASIC Class Order 09/425. The instrument grants relief from the requirement to prepare a prospectus for the offer of new shares under the SPP. In accordance with the ASX Listing Rules, the number of Shares that may be issued by World Reach under the SPP cannot exceed 30% of the number of fully paid ordinary shares already on issue. In the event subscriptions exceeding the maximum permitted are received World Reach reserves the right to scale back applications at its absolute discretion.

## WORLD REACH LIMITED (ASX: WRR)

The directors of World Reach, as Eligible Shareholders, may participate in the SPP on the same terms and conditions as all other Eligible Shareholders in World Reach and their participation is not subject to shareholder approval.

World Reach reserves the right to scale back applications at its absolute discretion. Any necessary refund will be paid by World Reach to Eligible Shareholders shortly after the Closing Date or the date upon which the Closing Date is extended. Interest will not be paid on any money refunded under this clause.

If you are an Eligible Shareholder and have received more than one offer under the SPP (for example because you hold more than one shareholding under separate share accounts), you may not apply for Shares with an aggregate value exceeding \$15,000 under the SPP. World Reach reserves the right, exercisable at its sole discretion, to reject any application for Shares where it believes the requirement has not been met.

ASIC CO 09/425 also enables an issuer to offer securities under an SPP without a prospectus or product disclosure statement to each of the underlying beneficiaries whose securities are held on their behalf by a custodian, even if the name of the underlying holder is not expressly noted on the register of members. However, in order for the underlying beneficiaries to apply for securities under the SPP, the custodian applying for securities on behalf of its beneficiaries must issue a certificate providing certain details of such beneficiaries and confirming that the \$15,000 limit in 12 months will not be exceeded in respect of each individual beneficiary (although a beneficiary who is resident outside Australia or New Zealand is not eligible to participate in the SPP).

### **8. Opening and Closing of the SPP Offer**

The SPP offer opens on 14 March 2013 (“Opening Date”) and closes at 5.00 pm (AEST) on 5 April 2013 (“Closing Date”) unless it is extended by World Reach. World Reach reserves the right to change at any time the Closing Date or the proposed Allotment Date by making an announcement to the ASX.

World Reach also reserves the right to terminate the SPP at any time prior to the issue of Shares under the SPP. If World Reach terminates the SPP, it will refund any money paid by Eligible Shareholders under the SPP. Interest will not be paid on any money refunded under this clause.

### **9. How to Apply for Shares under the SPP**

If you wish to apply for Shares under the SPP, you must make payment for exactly \$1,000 or \$2,000 or \$5,000 or \$10,000 or \$15,000 by the Closing Date and complete the enclosed Application Form and forward it to World Reach Limited at the address set out in the Application Form.

Payment can be made by cheque, money order or bank draft in Australian dollars, made payable to “World Reach Limited” and enclosed with the Application Form, or alternatively by EFT to:

Account Name: World Reach Capital Raising Account, BSB: 083-266, Account Number: 583317797, with a reference quoting the name of the current share holding.

Applications must be received by the Closing Date. Applications received after the Closing Date will not be accepted.

### **10. World Reach discretions regarding applications**

World Reach has broad discretion to reject your application to purchase Shares under the SPP, including (without limitation) if:

- a) Your Application Form is incorrectly completed or incomplete or otherwise determined by World Reach to be invalid;
- b) Your cheque is dishonoured or has not been completed correctly;
- c) The cheque, money order, bank draft or EFT is not exactly \$1,000 or \$2,000 or \$5,000 or \$10,000 or \$15,000;
- d) It appears that you are applying to buy more than \$15,000 (in aggregate) of Shares at the issue price;
- e) Your payment is received after the Closing Date. Whilst World Reach has the discretion to accept late payments, there is no assurance that it will do so. Any late payments or cheques, if not accepted, will be refunded or returned to you; or
- f) World Reach believes that you are not an Eligible Shareholder (subject to compliance with any applicable ASIC or ASX requirements).

### **11. Allotment Date**

The Shares will be allotted under the SPP on the Allotment Date (currently 4 October 2011) and application for quotation of your Shares on the ASX will be made at the same time. You should receive your allotment statement, or confirmation advice, shortly after the Allotment Date.

## **12. What rights attach to the Shares**

Shares issued under the SPP will rank equally with existing fully paid ordinary shares in World Reach and will carry the same voting rights, dividend rights and other entitlements as at the date of allotment.

## **13. Dispute resolution**

World Reach may settle in any manner it thinks fit any disputes or anomalies which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to the applicant or application for Shares and the decision of World Reach will be conclusive and binding on all persons to whom the decision relates. World Reach reserves the right to waive compliance with any provision of the SPP Terms and Conditions, subject to compliance with the Corporations Act and the ASX Listing Rules.

## **14. Further Information**

If you have any questions in relation to the terms and conditions of the SPP or how to make an application, you can ring or email World Reach. The contact details are shown in the attached covering letter. World Reach will not provide financial, investment or taxation advice.

## **15. Independent financial or investment advice recommended**

We recommend that you contact your stockbroker, accountant or professional adviser before investing in World Reach's Shares under the SPP.

## **16. Significance of applying for Shares under the SPP**

By completing an Application Form and forwarding payment by cheque, money order, bank draft or EFT:

- a) You acknowledge that you are an Eligible Shareholder;
- b) You certify that you have not applied for more than \$15,000 of Shares under the SPP and any similar arrangement in the 12 months prior to your application, even though you may have received more than one offer under the SPP or received offers in more than one capacity under the SPP;
- c) You agree that your application is made on the Terms and Conditions of the SPP;
- d) You accept that you will not be able to withdraw or revoke your application once you have sent it in;
- e) You authorise World Reach (and its officers or agents) to correct any error or omission in your Application Form and to complete the Application Form by the insertion of any missing details;
- f) You acknowledge that World Reach may at any time determine that your Application Form is valid, in accordance with the Terms and Conditions, even if the Application Form is incomplete, contains errors or is otherwise defective;
- g) You accept the risk associated with any refund that may be sent to you by direct credit or cheque to your address shown on World Reach's Share Register;
- h) You are responsible for any dishonour fees or other costs that World Reach may incur in presenting a cheque for payment which is dishonoured;
- i) You acknowledge that World Reach has not provided you with investment or financial product advice, and does not have any obligation to provide this advice, concerning your decision to apply for and take up Shares;
- j) You acknowledge that World Reach is not liable for any exercise of its discretions referred to in these Terms and Conditions; and
- k) You irrevocably and unconditionally agree to the Terms and Conditions and agree not to do any act or thing which would be contrary to the spirit, intention or purpose of the SPP.

## **17. Governing Law**

These Terms and Conditions are governed by the laws in force in Victoria and are to be interpreted in accordance with their spirit, intention and purpose.

## **18. Underwriting**

The SPP will not be underwritten.



**World Reach Limited**

ABN 39 010 568 804

## Share Purchase Plan Application Form

**Offer closes 5:00pm (AEST) 5 April 2013**

This is an important document. Should you have any questions about its contents please seek independent financial advice.

Record Date: 7 March 2013

Opening Date: 14 March 2013

**Close Date: 5 April 2013**

Issue Date: 12 April 2013

Price Per Share: A\$0.20

### Application for fully paid ordinary shares under Share Purchase Plan 2013

I/we wish to apply for the number of fully paid ordinary shares in of World Reach Limited ("World Reach") set out below at an issue price of A\$0.20 per share (or such lesser amount as calculated in accordance with the terms of the Share Purchase Plan 2013 ("SPP") and subject to the terms and conditions of the SPP . By returning this form to World Reach, I/we agree to be bound by the Terms and Conditions and World Reach's Constitution, and certify that the aggregate of the application price for the shares the subject of this application, and, any other shares in the class applied for by me/us under this SPP (including those the subject of any other application), does not exceed A\$15,000. World Reach reserves the right to vary the closing date for the offer.

#### **A** Amount of shares applied for

This offer is non-renounceable. Please indicate the **value of ordinary shares** you wish to acquire by ticking **ONLY ONE** of the following boxes:

A\$1,000    OR  A\$2,000    OR  A\$5,000    OR  A\$10,000    OR  A\$15,000

#### **B** Individual / Joint applications – refer to naming standard overleaf for correct forms of registrable title(s)\*

Title or Company Name                      Given Names(s)                      Surname

Joint Applicant 2 or Account Designation

Joint Applicant 3 or Account Designation

\* If you are expressly noted on World Reach's share register as holding shares as a trustee or nominee for another person (beneficiary), you may apply for shares in World Reach in respect of each such beneficiary subject to these shares and any other shares applied for in the sole name of that beneficiary not exceeding a total of A\$15,000.00. If your trustee or nominee holdings do not include a named beneficiary, the rules for multiple single holdings apply.

#### **C** Enter your postal address – Include State and Postcode

Unit                      Street Number                      Street Name or PO BOX / Other Information

City / Suburb / Town

State

Postcode

continued on next page

**D****Enter your contact details**

Contact Name

Telephone Number – Business Hours / After Hours

**E****Payment details if by Cheque or bank draft, payable to “World Reach Limited”:**

Drawer

Cheque Number

BSB Number

Account Number

Amount of Cheque

**Or Payment details if by EFT to:** Account Name: “World Reach Capital Raising Account”, BSB: 083-266, Account Number: 583317797, with a reference quoting the name of the current share holding.

Reference used on EFT

Date of EFT

Amount of EFT

**Declaration**

By submitting this Application Form, I/we declare that this application is completed and lodged according to the terms and conditions of the SPP and the declarations/statements on the front and reverse of this Application form and I/we declare that all details and statements made by me/us (including the declaration on the first page of this Application Form) are complete and accurate. I/we agree to be bound by the Constitution of World Reach.

**F****Applications to be returned**

Your acceptance form and payment must be received by the company before the **close of the offer at 5:00pm (AEST) on 5 April 2013**. You should allow sufficient time for this to occur. Your application form should be returned to the address shown below.

**Mailing Address**

World Reach Limited  
Unit 5 / 8 Anzed Court  
Mulgrave VIC 3170  
AUSTRALIA

**Queries**

If you have any questions please contact World Reach on (03) 8561 4200 between the hours of 8:30am and 5:30pm, Monday to Friday (AEST).

**Privacy Clause**

Personal information is collected on this form by World Reach and World Reach’s Share Registry, Link Market Services Limited (“Link”) for the purpose of maintaining registers of security holders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by World Reach and Link, or you would like to correct information that is inaccurate, incorrect or out of date, please contact Link. In accordance with the *Corporations Act 2001*, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting Link. You can obtain access to your personal information by contacting Link at P O Box 1524, Sydney South, NSW, 1234 or on (61 2) 8280 7454. Link’s privacy policy is available on its website ([www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)).