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6 July 2015

Company Announcement Office
Australian Securities Exchange Limited

Issue of Options and Appendix 3B

Frontier Capital Group Limited (ASX: FCG) (**Company**) advises that it has allotted and issued 13 million options having an exercise price of 40 cents (\$0.40) and an expiry date of 30 June 2018 (**New Options**).

An Appendix 3B for the New Options is attached.

The New Options have been issued under the Company's 15% placement capacity as provided for under Listing Rule 7.1.

Holding statements will be dispatched upon confirmation of quotation of New Options.

Notice Under Section 708a(5)(e) of the Corporations Act (Act)

The Company advises that the Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, a sale of the securities will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

1. the Company issued the securities without disclosure to investors under Part 6D.2 of the Act;
2. as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
3. as at the date of this notice, there is no information that is excluded information under section 708A(7) and (8) of the Act that has not already been disclosed to investors generally.

For further information please contact

Henry Kinstlinger
Frontier Capital Group Limited

Telephone: +61 2 9251 7177

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Frontier Capital Group Limited

ABN

88 145 105 148

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|---|
| 1 | +Class of +securities issued or to be issued | Listed Options – OP3 |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 13,000,000 |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | 13,000,000 options having an exercise price of \$0.40 and an expiry date of 30 June 2018. |

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>New class of securities – options to acquire shares.</p> <p>Upon exercise the shares issued will rank equally with the existing class of quoted fully paid ordinary shares.</p>
5	Issue price or consideration	\$0.002 per option
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The purpose of the offer is to provide funds for applying for official quotation (listing) of the options and to pay costs of the offer.
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	Yes
6b	The date the security holder resolution under rule 7.1A was passed	29 April 2015
6c	Number of +securities issued without security holder approval under rule 7.1	13,000,000 Listed Options (per this 3B)

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	Nil.						
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil.						
6f	Number of +securities issued under an exception in rule 7.2	Nil.						
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A						
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A						
6i	Calculate the entity’s remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	125,000 FPO (Under ASX Listing Rule 7.1) 8,750,000 FPO (Under ASX Listing Rule 7.1A)						
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	3 July 2015						
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>87,500,000</td><td>FPO</td></tr><tr><td>13,000,000</td><td>Listed Options exercisable at \$0.40 expiring 30 June 2018.</td></tr></table>	Number	+Class	87,500,000	FPO	13,000,000	Listed Options exercisable at \$0.40 expiring 30 June 2018.
Number	+Class							
87,500,000	FPO							
13,000,000	Listed Options exercisable at \$0.40 expiring 30 June 2018.							

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	1,950,000	ESOP Options exercisable at \$0.30 expiring 24 October 2016
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

Part 2 - Pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	

+ See chapter 19 for defined terms.

20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

- 32 How do security holders dispose of their entitlements (except by sale through a broker)?
- 33 ⁺Issue date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of ⁺securities
(tick one)
- (a) ☒ ⁺Securities described in Part 1
- (b) ☐ All other ⁺securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 ☒ If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders
- 36 ☒ If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 ☐ A copy of any trust deed for the additional ⁺securities

⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of ⁺ securities for which ⁺ quotation is sought					
39	⁺ Class of ⁺ securities for which quotation is sought					
40	<p>Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities?</p> <p>If the additional ⁺securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 					
41	<p>Reason for request for quotation now</p> <p><small>Example: In the case of restricted securities, end of restriction period</small></p> <p>(if issued upon conversion of another ⁺security, clearly identify that other ⁺security)</p>					
42	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the ⁺ securities in clause 38)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%; text-align: center;">Number</th> <th style="width: 50%; text-align: center;">⁺Class</th> </tr> </thead> <tbody> <tr> <td style="height: 100px;"></td> <td style="height: 100px;"></td> </tr> </tbody> </table>	Number	⁺ Class		
Number	⁺ Class					

⁺ See chapter 19 for defined terms.

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX
may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
- Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date: 6 July 2015
Company Secretary

Print name: Henry Kinstlinger

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	87,000,000 FPO
Add the following: <ul style="list-style-type: none"> Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval Number of partly paid +ordinary securities that became fully paid in that 12 month period <p>Note:</p> <ul style="list-style-type: none"> Include only ordinary securities here – other classes of equity securities cannot be added Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items 	20,000,000 FPO (GM:25 Feb 2015 – Public Offer) 37,500,000 FPO (GM:25 Feb 2015 –Acquisition of CK Graphic) 5,500,000 FPO (GM:25 Feb 2015 – Debt Conversion) 1,000,000 FPO (GM:25 Feb 2015 – Placement) 500,000 FPO (AGM:29 April 2015 – Placement)
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	64,000,000 FPO (2 Sept 2014: Pursuant to General Meeting dated 18 August 2014)
“A”	87,500,000 FPO

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	13,125,000 FPO
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of ⁺equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p>Note:</p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	13,000,000 FPO (Listed Options– per this 3B)
“C”	13,000,000 FPO
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	13,125,000 FPO
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	13,000,000 FPO
Total [“A” x 0.15] – “C”	<p>125,000 FPO</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	87,500,000 FPO
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	8,750,000 FPO
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	Nil.
“E”	Nil.

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	8,750,000 FPO
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	Nil.
Total [“A” x 0.10] – “E”	8,750,000 FPO <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.

TOP TWENTY HOLDERS FCG OP3

RANK	FULLNAME	OP3_CLASS_TOTAL
1	Mr Chee Teong Teh	5,000,000
2	Gleneagle Securities Nominees Pty Limited	3,500,000
3	Ruchnius Pty Ltd	2,000,000
4	Mishtalem Pty Ltd	2,000,000
5	Bluma Berkovits	10,000
6	Michael Berkovits	10,000
7	William H Bowdre	10,000
8	Amanda Davis	10,000
9	Forward Delta Pty Limited <Blue Rose Superfund>	10,000
10	Rami Harel	10,000
11	Yubin He	10,000
12	Aviva Itkin	10,000
13	Levi Joseph	10,000
14	Simon Joseph	10,000
15	Justevian Pty Limited < Superannuation Fund A/C >	10,000
16	Chaim Lever	10,000
17	Nikki Lowe	10,000
18	Leat Meshulam Reuben	10,000
19	Jack Reuben	10,000
20	Timothy Michael Star	10,000
21	VBT Pty Ltd	10,000
22	Yamte Investments Pty Ltd	10,000
23	Devora Joseph	10,000
24	Julian Rockett	10,000
25	Thomas Grieve	10,000
26	Thomas George Battaglia	10,000
27	George Gunsberger	10,000
28	Joanne Gunsberger	10,000
29	Yehuda Spielman	10,000
30	Miriam Spielman	10,000
31	Jeremy Kinstlinger	10,000
32	Pu Shi	10,000
33	Yiwen Kong	10,000
34	Yun Huang	10,000
35	Danping Song	10,000
36	Devorah Tockar	10,000
37	Robert Tockar	10,000
38	Ariel Luria	10,000
39	Benny Jacobs	10,000
40	Miriam Jacobs	10,000
41	Gabriel Amzalak	10,000
42	Mindy Amzalak	10,000
43	Eli Chaiton	10,000
44	Shlomo Israel	10,000
45	Juliana Tan	10,000
46	Eli Shellim	10,000
47	Peter Gerendasi	10,000
48	Schneier Zalman Lange	10,000
49	Yitzchak Mendel Gelman	10,000
50	Toni Rapp	10,000
51	Yisroel Reuven Lazarus	10,000
52	Tharun Erappa Kuppanda	10,000
53	Kushi Erappa Kuppanda	10,000
54	Yamei Wang	10,000

CER/COMPUTERSHARE INVESTOR SERVICES PTY LTD ***
FRONTIER CAPITAL GROUP LIMITED/FCG

Range Of Units Summary
RUN NUMBER 0929 No date

(RSP510:15.54:030715)
PAGE : 1

1 1001 5001 10001 100001
to to to to to
1000 5000 10000 100000 (MAX)
OP3 /LST OPT EXP 30/06/18 @ \$0.40

* TOTAL *

Holders
Issuer
Total

50
50

4
4

54
54

Units
Issuer
Total

500000
500000

12500000
12500000

13000000
13000000

TOTAL HOLDERS FOR CLASSES SELECTED

54

TOTAL UNITS " " " 13000000

***** NUMBER OF PAGES WRITTEN = 1 ***** END OF REPORT ***** NUMBER OF LINES WRITTEN = 14 *****

