

MONEYME LIMITED
ACN: 636 747 414
ASX: MME

PRE-QUOTATION DISCLOSURE

The following information is required to be provided to ASX Limited for release to the market in connection with the official quotation of ordinary shares (**Shares**) in MoneyMe Limited (**MoneyMe**).

Capitalised terms which have not been otherwise defined in this document have the meaning given to them in the prospectus lodged by MoneyMe with the Australian Securities and Investments Commission on 15 November 2019 (**Prospectus**).

1 The Final Price and the number of Shares issued under the Offer

The Offer closed on 5 December 2019 and 36,000,000 Shares were issued at a Final Price of \$1.25 per Share on 9 December.

2 Confirmation that MoneyMe has received cleared funds

MoneyMe has received cleared funds for the complete amount of the issue price of every fully paid security issued to every successful applicant for Shares.

3 Completion of Restructure

MoneyMe Limited acquired 100% of the shares in MoneyMe Financial Group Pty Limited on 9 December 2019 pursuant to the implementation deed dated 14 November 2019 between MoneyMe, MoneyMe Financial Group Pty Limited and the Existing Shareholders. MoneyMe issued 133,200,000 fully paid ordinary shares to Existing Shareholders on 9 December 2019.

4 The number of incentive securities issued

The number of incentive securities to be issued at Completion are as follows:

- (a) 240,000 fully paid ordinary shares on conversion of 240,000 performance rights;
- (b) 1,980,000 performance rights; and
- (c) 2,274,095 options to existing optionholders under the Option Exchange Deeds.

5 Voluntary Escrow

19,716,174 Shares will be subject to escrow from Listing until the second trading day after the date on which the Company releases its annual financial results for the financial year ending 30 June 2020 to the ASX.

49,286,364 Shares will be subject to escrow from Listing until the start of the second trading day after the date on which the Company releases its interim financial results for the half year ending 31 December 2020 to the ASX.

62,037,461 Shares will be subject to escrow from Listing until the start of the second trading day after the date on which the Company releases its annual financial results for the financial year ending 30 June 2021 to the ASX.

6 Capital Structure

MoneyMe's capital structure as at Completion (following completion of the Restructure) is set out as follows:

Class	Number
Shares	169,440,001
Options exercisable at \$0.54 on or before 1 December 2020	1,257,461
Options exercisable at \$0.82 on or before 1 December 2021	1,016,634
Performance Rights	1,980,000

7 Waivers

The following waiver has been granted to MoneyMe:

- A waiver from listing rule 1.1 Condition 12 to the extent necessary to permit MME to have 1,980,000 performance rights on issue with a nil exercise price, on the condition the material terms and conditions of the performance rights are clearly disclosed in MoneyMe's initial public offering prospectus.

8 Institutional Bookbuild

MoneyMe confirms that in relation to the funds raised pursuant to the Institutional Bookbuild (**Bookbuild**):

- (a) the number of Shares allocated under the Bookbuild is 24,410,000 Shares at \$1.25 per Share;
- (b) a material number of securities have not been taken up by a person or persons who are promoters or related parties of MoneyMe;
- (c) no concessionary fee or other arrangements have been entered into which have had the result that the effective transfer price paid by some allottees differs materially from the Bookbuild price announced by MoneyMe;

- (d) no arrangements have been entered into which have had the result that some allottees receive a material benefit for agreeing to participate in the Bookbuild at the Bookbuild Price announced by MoneyMe and which is not received by other allottees; and
- (e) no arrangements have been entered into with associates of MoneyMe or the bookrunner to avoid a shortfall, or the appearance of a shortfall, in the Bookbuild.