



PRE – QUOTATION DISCLOSURE

DC Two Limited (ACN 155 473 304) (**Company**) provides the following information to ASX Limited (**ASX**) for release to the market in connection with the admission of the Company to the official list of ASX and quotation of its securities.

Capitalised terms not otherwise defined in this document have the meaning given in the Company's prospectus dated 28 September 2020 (**Prospectus**).

Statement of Commitments

The Company provides its updated statement of commitments based on the actual amount of funds raised under the Prospectus, being the Maximum Subscription of \$5,500,000 (before costs).

The Company intends to apply funds raised from the Public Offer together with existing cash reserves, over the first two years following admission of the Company to the official list of ASX as follows:

Source of Funds	Amount (\$)
Existing cash as at 31 August 2020	132,771
Proceeds from the Public Offer	5,500,000
Total	5,632,771
Allocation of Funds	
Expenses of the Offers	604,666
Cloud platform expansion	584,900
Data centre expansion, comprised of: <ul style="list-style-type: none">• lease, accreditation, building & facilities; and• electrical infrastructure	1,800,000
Growth of DC Soft business	300,000
Growth of DC Modular business	800,000
Loan repayment	130,000
Administration costs	300,000
Working capital	1,113,205
Total	5,632,771

The above table is a statement of current intentions as at the date of this document. As with any budget, intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way funds are applied on this basis.

Refer to section 1.6 of the Prospectus for further details regarding the intended use of funds based on the Maximum Subscription.

Restricted Securities

The Company confirms that following quotation of the Company's securities on ASX, the following securities will be subject to restriction pursuant to the ASX Listing Rules for the period outlined below.

Security	Number	Restriction Period
Shares	22,364,273	24 months from date of quotation
Shares	3,791,110	12 months from 2 December 2019
Shares	2,000,000	12 months from 22 June 2020
Options ¹	2,950,000	24 months from date of quotation
Options ¹	1,450,000	12 months from 15 September 2020
Options ²	2,000,000	12 months from 15 September 2020

Notes:

1. Exercisable at \$0.25 each and expiring four (4) years from the date on which the Company is admitted to the official list of the ASX.
2. Exercisable at \$0.30 each and expiring 31 July 2024.

Capital Structure

The Company's capital structure at the date of admission to the official list of ASX is set out below.

Shares	Number
Shares on issue at date of the Prospectus	24,000,000
Shares issued pursuant to the Public Offer	27,500,000
Shares issued pursuant to the Noteholder Offer	7,000,000
Total Shares on issue	58,500,000

Options	Number
Options on issue at date of the Prospectus:	
Options exercisable at \$0.25 each and expiring four (4) years from the date on which the Company is admitted to the official list of ASX	4,400,000
Options exercisable at \$0.30 each and expiring 31 July 2024	2,000,000
Options issued pursuant to the Offers	Nil
Total Options on issue	6,400,000

Bibra Lake Lease Agreement

The Company confirms that the Bibra Lake Lease Agreement remains in full force and effect.

End.

This announcement has been authorised for release by the Board of DC Two Limited.