

# Listing on Australian Small Scale Offerings Board Limited ("ASSOB")

# What is ASSOB

- ❑ Australia's largest capital raising platform for high-growth, small to medium sized enterprises and their shareholders. In short, a proven SME capital listing alternative.
- ❑ ASSOB supports primary issues and secondary sales.
- ❑ ASSOB is NOT a Bank nor a Stock Exchange.

# Stock Exchanges VS ASSOB

| Stock Exchanges   | ASSOB  |
|---|--|
| <input type="checkbox"/> Don't raise capital, only trades "secondary sales", which are securities that have already been issued by a company. | <input type="checkbox"/> Does both capital raising and secondary sales.  |
| <input type="checkbox"/> For large scale offerings.   | <input type="checkbox"/> For small scale offerings.  |
| <input type="checkbox"/> High listing cost.   | <input type="checkbox"/> Listing and compliance costs are substantially reduced.                                       |
| <input type="checkbox"/> Strictly regulated under federal Corporations Act.   | <input type="checkbox"/> Most capital raisings on ASSOB occur under the provisions of Sec 708 of the Corporations Act. |

# Quick Facts About ASSOB

- ❑ More than 60 high-growth Australian companies currently listed on ASSOB
- ❑ More than 85% succeeded in raising capital
- ❑ More than 12,500 potential investors registered on ASSOB
- ❑ Fund raised to date: \$133 Millions

# Compliance

- ❑ ASIC Class Order 02/273 (Business Introduction or Matching Services)
- ❑ Section 708 of the Corporations Act 2001
- ❑ Securities issued without disclosure statement and regulated promotion securities offers.

# Section 708 of Corporations Act

- ❑ Allows small fund raising without the need to register a prospectus
- ❑ Limit of fund raised: \$2M
- ❑ Offer cannot be marketed
- ❑ Only a small number of investors can participate

## Limitations with ASSOB

- ❑ Limit of fund raised is up to \$5M
- ❑ Restriction on advertising is more relaxed

# Basic ASSOB Admission Rules

- ❑ Must be a registered Australian unlisted public company.
- ❑ Minimum 3 directors with at least two domiciled in Australia.
- ❑ Must appoint an auditor.
- ❑ Must report its progress towards milestones on its ASSOB Issuer Page.
- ❑ Must engage an accredited ASSOB Sponsor.

# ASSOB only Accepts Unlisted Public Companies

- ❑ Pty Ltd company only has to keep records, whereas public companies must prepare audited accounts.
- ❑ Pty Ltd company only require 1 Director whereas a Public company requires 3.
- ❑ Directors of a Pty Ltd company can refuse the transfer of shares without giving a reason. Directors of a Public company can only refuse a share transfer on legal grounds.



# Appointment of a Sponsor

- ❑ A Sponsor is provided with an exemption when calling attention to offers of securities (shares).
- ❑ By appointing a Sponsor, the issuer or seller is then also covered by this exemption.
- ❑ This exemption allows an offer to be advertised in ASSOB's subscription-based publications.
- ❑ An offer to issue or sell securities can be made for up to \$5 million without having to prepare and lodge full disclosure documentation with ASIC.

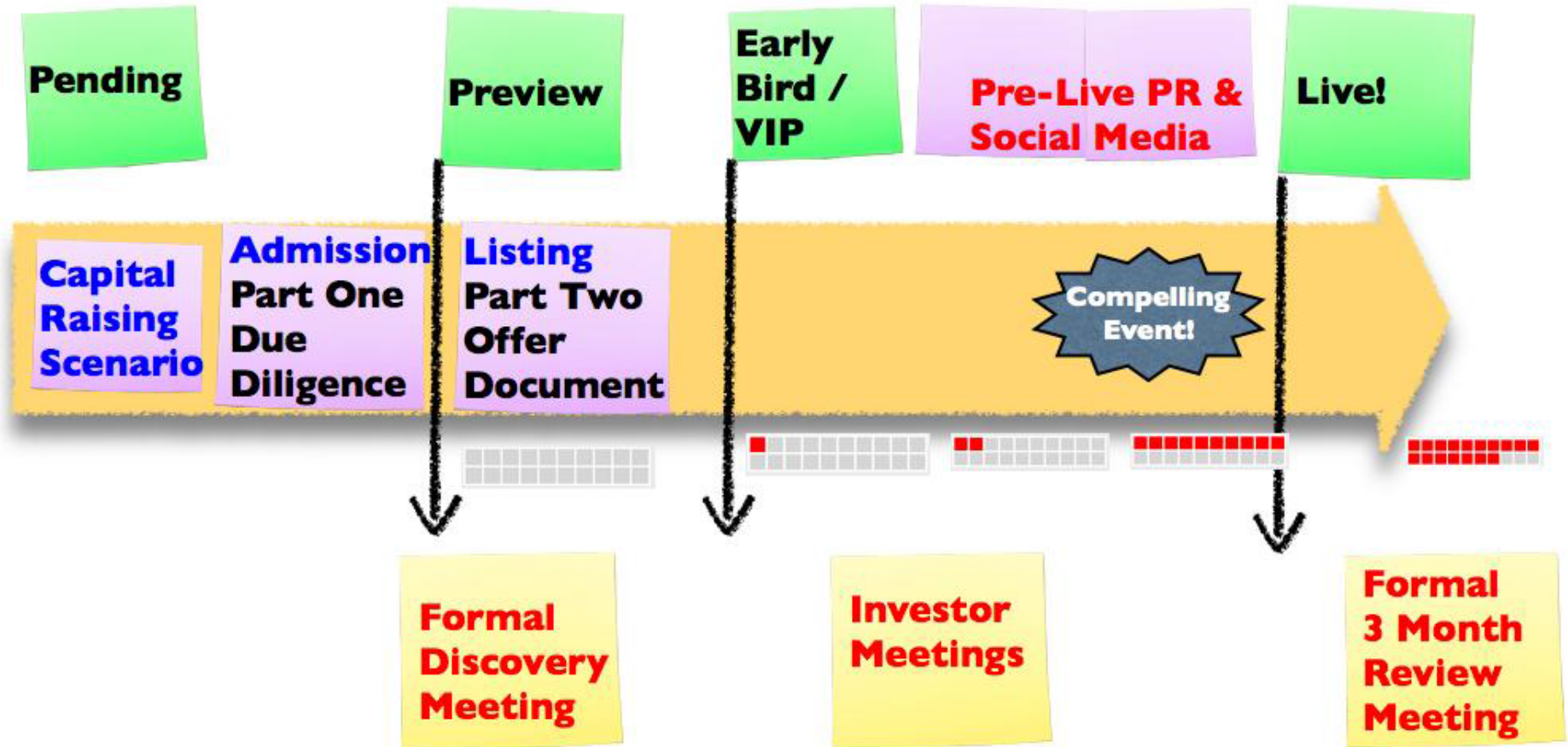
# Benefits of Listing on ASSOB

- ❑ Cost Effectiveness
- ❑ Ability to raise up to \$5 million under the 20/12 rule before having to go to full disclosure
- ❑ Shareholder Spread
- ❑ Potential Investor Liquidity via Secondary Sales
- ❑ Getting Your Offer Listed on ASSOB
- ❑ An Attractive Alternative
- ❑ Professionalism of The Company
- ❑ Support & Credibility

# Benefits of Investing in ASSOB

- ❑ Multiple Investment Opportunities
- ❑ 3rd Party Process
- ❑ Transparency
- ❑ More Advanced Investment Opportunities
- ❑ Sector Diversity
- ❑ Life-cycle Diversity
- ❑ Direct Access to the Company's Management Team
- ❑ Exit Focused

# Key Steps to Listing on ASSOB



# Cost of Listing on ASSO B

## ❑ ASSO B Fees:

Admissions – Due Diligence \$990

Listing & Platform Fee \$3,960

Ongoing \$396 per annum

## ❑ Sponsor Fees:

Offer Document / Liaison \$4,400

Capital Raising Success fee % of Capital Raised

Total - From \$9,350\* + (plus success fee)

*\*Subject to quote.*

# Timing and Liability

- ❑ **How long will it take before my Company can list on ASSOB**

It could be as quickly as four weeks from the time you appoint your ASSOB Sponsor. Timing depends on how quickly you can provide the required information to your Sponsor.

- ❑ **Where does the liability lie**

The onus is on you the promoter (the issuer or seller) for general duty of care for true and fair without any false, misleading or deceptive statements.

# Contacts

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