



10 October 2019

Dear Shareholder,

Please find attached the booklet outlining the Share Purchase Plan which was announced on 26 September 2019 and officially opens today for participation by Eligible Shareholders.

The booklet updates the timetable provided at the time of the announcement. We confirm the offer period now closes on 28 October 2019.

Please contact me if you have any queries on 02 9409 7000.

Yours sincerely,

**Gai Stephens**  
Company Secretary

For personal use only



**SHARE PURCHASE PLAN  
2019**

**Offer and  
Terms and Conditions**

**FirstWave Cloud Technology Limited  
ACN 144 733 595**

**OFFER CLOSING  
MONDAY  
28 October 2019**

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**5:00 PM  
SYDNEY TIME**

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# FirstWave Cloud Technology Limited ACN 144 733 595

## Share Purchase Plan

As announced to the market on 26 September 2019, Eligible Shareholders have the opportunity to participate in the Share Purchase Plan offer (**SPP**) by applying for up to \$30,000 of fully paid ordinary shares in FirstWave Cloud Technology Limited (**New Shares**) without incurring brokerage or transaction costs.

New Shares issued under the SPP will be issued on 21 November 2019 and will rank equally with existing fully paid ordinary shares in FirstWave Cloud Technology Limited (**FCT Shares**) and carry the same voting rights and other entitlements. FCT will, promptly after the issue of the New Shares under the SPP, make an application for the New Shares to be quoted on ASX. The New Shares are expected to commence quotation on ASX on or around 22 November 2019.

Further details of the SPP are set out in the attached documents.

**This is an important document that requires your attention.**

In particular, if you participate in the SPP, you are accepting the risk that the market price of FCT Shares may change between the date on which you make your application and the Allotment Date.

FCT recommends that you seek independent advice from your financial or other professional advisors regarding your participation in the SPP.

### Key SPP dates\*

Details	Date
Record Date	7.00pm (Sydney time) on 25 September 2019
Announcement Date	26 September 2019
Dispatch of Offer Documents to Eligible Shareholders and Opening Date	10 October 2019
Closing Date	5:00pm (Sydney time) on 28 October 2019
Allotment Date	21 November 2019
Quotation of new shares on ASX	22 November 2019

\* FCT reserves the right to vary any of the above indicative dates other than the Record Date.



**FirstWave Cloud Technology Ltd** ABN: 35 144 733 595 (ASX: FCT)

A Level 10, 132 Arthur St North Sydney, NSW, 2060, Australia. P +61 02 9409 7000 W [Firstwavecloud.com](http://Firstwavecloud.com)

## IMPORTANT NOTICE

This Booklet contains important information. You should read it carefully and in its entirety.

The offer of New Shares under the SPP is made in accordance with Australian Securities and Investments Commission (ASIC) (Share and Interest Purchase Plans) Instrument 2019/547 (Australia), which grants relief from the requirement to issue a disclosure document for the SPP. This Booklet is not a prospectus under Chapter 6D of the Corporations Act 2001 (Cth) (**Corporations Act**).

If you have any questions in relation to how to participate in the SPP after reading this Booklet, please contact FCT's Company Secretary, Ms Gai Stephens, on 02 9409 7000 and select 3 for Investor Enquiries, or email any questions to [gai.stephens@firstwavecloud.com](mailto:gai.stephens@firstwavecloud.com).

This Booklet does not constitute or provide financial advice and has been prepared without taking into account your particular objectives, financial situation or needs. If you are in any doubt about whether to participate in the SPP, you should seek advice from your financial, taxation or other professional advisor before participating.

### New Zealand

The New Shares under the SPP are not being offered or sold to the public in New Zealand other than to existing shareholders of FCT with registered addresses in New Zealand to whom the offer of New Shares under the SPP is being made in reliance on the Financial Markets Conduct Act 2013 and the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016.

This document has not been registered, filed or approved by any New Zealand regulatory authority. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

### United States

In particular, the New Shares referred to in this document have not been, and will not be registered under the United States Securities Act, 1933 as amended (**US Securities Act**), and may not be offered or sold in the United States or to or for the account or benefit of 'US Persons' (as defined in Regulation S under the **US Securities Act**) in the absence of registration or an available exemption from registration.



10 October 2019

Dear Shareholder

### Invitation to participate in Share Purchase Plan

FirstWave Cloud Technology Limited (**FCT**) is pleased to present to Eligible Shareholders the opportunity to increase their investment in FCT through an offer of fully paid ordinary shares under this Share Purchase Plan (**SPP**).

As announced on 26 September 2019, FCT has recently raised \$6.6 million via an Institutional Placement to highly regarded institutions as well as some sophisticated and professional investors at \$0.19 per share (**Placement**).

The SPP is part of a capital raising being undertaken to provide the necessary funding to:

- Continue the acquisition of Level 1 and Level 2 partners into FCT's leveraged Go-To-Market Model;
- Accelerate delivery of FCT's product roadmap;
- Accelerate the deployment of FCT's multi-cloud platform globally; and
- Scale FCT's global customer experience capability.

There are a number of shareholders in FCT who hold less than a marketable parcel. The SPP also provides an opportunity for those shareholders to increase their shareholdings to marketable parcels.

#### The Offer

The SPP is offered exclusively to all shareholders who were recorded on FCT's share register at 7:00pm (Sydney time) on 25 September 2019 with an address on the share register in Australia or New Zealand (each an **Eligible Shareholder**).

The SPP provides Eligible Shareholders with an opportunity to buy a parcel of shares in FCT with no brokerage or transaction costs, irrespective of their existing shareholdings, up to a maximum of \$30,000 (including any participation in the Company's share purchase plan announced to ASX on 26 March 2019 (**March SPP**)).

The offer price is \$0.19 per share (**Offer Price**), which is the same as the price at which institutional investors were issued FCT shares under the Placement.

The minimum application amount is \$1,000 and the maximum application amount is \$30,000. The Offer Price represents a 14% discount to the closing price of FCT Shares on Monday 23 September 2019 (the trading day prior to FCT entering into trading halt in anticipation of the Placement).

FCT reserves the right to scale back applications in its absolute discretion, including for example, if it is required to do so as a result of insufficient placement capacity.

Participation in the SPP is optional and the right to participate is not transferrable. The offer to participate in the SPP closes at 5:00pm (Sydney time) on 28 October 2019.

Full details on the SPP and how to participate are contained in the attached documents.



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In order to apply for a parcel of shares, please read the attached documents carefully and follow the instructions on the enclosed personalised application form.

FCT appreciates your continued support of our company.

Yours sincerely



**John Grant**  
Chairman

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## Frequently asked questions

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### What is the Share Purchase Plan?

The Share Purchase Plan (or SPP) provides Eligible Shareholders with an opportunity to purchase additional fully paid ordinary shares in FCT (New Shares) at the same price offered to institutional investors under FCT's recent placement, without brokerage or transaction costs.

All New Shares issued under the SPP will rank equally with existing ordinary shares in FCT (FCT Shares), including with respect to voting rights and other entitlements.

### Am I an Eligible Shareholder?

You are an Eligible Shareholder if, at 7:00pm (Sydney time) on 25 September 2019 (Record Date), you were registered as a holder of FCT Shares with an address on the share register in Australia or New Zealand.

### What is the Offer Price of the New Shares?

The offer price is \$0.19 per New Share (Offer Price). The Offer Price represents a 14% discount to the closing price of FCT Shares on Monday 23 September 2019 (the trading day prior to FCT entering to trading halt in anticipation of the Placement).

The market price of FCT's shares may rise or fall between the date of this offer and the date on which the New Shares are allotted under the SPP.

The Offer Price may therefore be higher, equal to or lower than the price at which FCT Shares are trading on the ASX at the time the New Shares are allotted under the SPP.

### How many New Shares can I apply for under the SPP?

Each Eligible Shareholder is entitled to apply for a parcel of New Shares valued at either \$1,000 (5,263 Shares), \$2,000 (10,526 Shares), \$5,000 (26,315 Shares), \$10,000 (52,631 Shares), \$15,000 (78,947 Shares), \$20,000 (105,263), \$25,000 (131,578) or \$30,000 (157,894) regardless of the number of FCT Shares that the Eligible Shareholder owns as at the Record Date.

If an Eligible Shareholder participated in the March SPP, its ability to participate in the SPP is reduced by the extent to which it participated in the March SPP. By way of example, if an Eligible Shareholder was allocated \$15,000 worth of FCT Shares under the March SPP, it may only apply for a maximum of \$15,000 worth of New Shares under this SPP (rather than \$30,000).

If FCT receives an amount that does not equal one of the amounts specified above, FCT may either:

- reject the Application and refund in full the Application money (without interest) to the Eligible Shareholder; or
- apply the dollar amount of the payment to the highest designated parcel that is less than the amount of the payment and refund the excess Application money (without interest) to the Eligible Shareholder.

If an Eligible Shareholder holds shares in more than one capacity (e.g. as both a joint holder and a sole holder), then the maximum amount that Eligible Shareholder can apply for under the SPP in all capacities is an aggregate of \$30,000 (including any participation in March SPP).

By applying for New Shares under the SPP, you will have agreed to be bound by the terms and conditions of the SPP set out in the attached terms and conditions and the personalised application form (Application Form).

### Can I transfer my rights under the SPP?

The offer made under the SPP is non-renounceable and therefore you cannot transfer your right to apply for New Shares under the SPP to another person.

### **How do I apply for New Shares under the SPP?**

If you wish to participate in the SPP, you must follow the instructions set out in the Application Form and send this form, together with a cheque or money order payable to "FirstWave Cloud Technology Limited" to:

First Wave Cloud Technology Limited  
C/- Computershare Investor Services Pty Limited  
GPO Box 505

Melbourne Victoria 3001 Australia

You may also pay by BPAY® provided that you are not a "Custodian" (as defined in ASIC (Share and Interest Purchase Plans) Instrument 2019/547 (Australia). In order to pay by BPAY®, you must have an Australian bank account enabled for this purpose. BPAY® customers must use the customer reference number shown on the Application Form which is required to identify your individual holding. If you make a BPAY® payment, you are not required to return your Application Form.

You should ensure that the Application Form and payment (if payment is not made by BPAY®) are received by no later than 5:00pm (Sydney time) on 28 October 2019.

You should allow sufficient time for mail deliveries.

An application cannot be withdrawn or revoked once the completed Application Form and payment has been sent to FCT (or BPAY® payment made).

### **Will I receive the full amount that I apply for?**

FCT has a discretion as to the amount raised under the SPP, and this includes reserving the right to scale back. FCT may undertake a scale back in its absolute discretion, including for example, if it has insufficient placement capacity to accommodate all applications for New Shares received under the SPP. Therefore, you may not receive the full parcel of New Shares for which you applied.

If there is a scale back, FCT may in its absolute discretion determine the manner in which it applies the scale back.

FCT will announce any scale back to ASX.

### **How long does the SPP remain open?**

The SPP opens on 10 October 2019 and is expected to close on 28 October 2019.

If you wish to participate, you should ensure that the Application Form and payment (if payment is not made by BPAY®) are received by the Share Registry, by no later than 5:00pm (Sydney time) on 28 October 2019.

### **Is participation in the SPP mandatory?**

Participation in the SPP is voluntary. Before participating in the SPP and applying for New Shares, FCT recommends that you seek independent advice from your financial or other professional advisors.

### **Further assistance**

If you have any questions in relation to the SPP, please contact your financial or other professional advisors.

If you require any information on how to complete the Application Form, please contact FCT's Company Secretary, Ms Gai Stephens, on 02 9409 7000 and select 3 for Investor Enquiries or email any questions to [gai.stephens@firstwavecloud.com](mailto:gai.stephens@firstwavecloud.com).



# FirstWave Cloud Technology Limited ACN 144 733 595 – Share Purchase Plan

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## Terms and conditions

### Purpose

The purpose of the Share Purchase Plan (**SPP**) is to offer existing shareholders of FirstWave Cloud Technology Limited ACN 144 733 595 (**FCT**) the opportunity to acquire additional fully paid ordinary shares in FCT (**New Shares**) up to a maximum value of \$30,000 (including any FCT shares allocated under the March SPP) at the same price offered to institutional investors under FCT's recent placement, without the need to pay brokerage or transaction costs and without the need for FCT to issue a prospectus.

This document sets out the terms and conditions of the offer under the SPP.

### Shareholder eligibility to participate

Participation in the SPP is only open to each person registered as a holder of ordinary shares in FCT (**FCT Shares**) at 7:00pm on 25 September 2019 (**Record Date**), who has an address on the share register in Australia or New Zealand (each an **Eligible Shareholder**).

Due to foreign security laws, it is not practical for shareholders who are resident in countries other than Australia and New Zealand to participate in the SPP.

Participation in the SPP is optional and is subject to these terms and conditions. Offers made under the SPP are non-renounceable meaning that Eligible Shareholders may not transfer their rights to New Shares offered under the SPP.

Joint shareholders are taken to be a single registered holding for the purpose of the SPP, and the joint holders are entitled to participate in the SPP in respect of that single holding only. If the same joint holders receive more than one offer under the SPP, those joint holders may only apply for an aggregate maximum parcel of shares (ie \$30,000) between any joint or individual holdings (including any participation in the March SPP).

If an Eligible Shareholder is a "Custodian" (as defined in ASIC's (Share and Interest Purchase Plans) Instrument 2019/547 (Australia), (**Custodian**) and is the registered holder of shares on behalf of one or more persons who have a registered address in either Australia or New Zealand and who is not in the United States and is not acting for the account or benefit of a person in the United States (each an **Eligible Beneficiary**), the offer is made to that Eligible Shareholder and it has the discretion whether to extend the offer to the Eligible Beneficiaries. Custodians must complete and submit a certificate that certifies the matters required by paragraph 8(3) of ASIC's (Share and Interest Purchase Plans) Instrument 2019/547 (Australia), (**Custodian Certificate**) when making an application on behalf of Eligible Beneficiaries. To request a Custodian Certificate or further information about the Custodian application process, a Custodian should contact FCT's share registry. Applications received from Custodians must be accompanied by a duly completed and signed Custodian Certificate. Applications that are not accompanied by a duly completed Custodian Certificate will be rejected.

If an Eligible Shareholder holds FCT Shares as a trustee or nominee for another person, but is not a Custodian, that Eligible Shareholder cannot participate for the beneficiaries of that trust in the manner described above. In this case, the rules for multiple single holders apply.

By electing to participate in the SPP, an Eligible Shareholder is deemed to have certified that the aggregated maximum amount subscribed for under the SPP does not exceed \$30,000 (including any participation in the March SPP). Furthermore, Eligible Shareholders are deemed to have confirmed, in relation to all New Shares applied for by them under the SPP, that they do not make an application for any other person in circumstances which might involve any breach of securities law

of any jurisdiction other than Australia and New Zealand and have agreed to be bound by FCT's constitution in respect of all the New Shares issued to them under the SPP.

### **Issue Price**

The price of shares to be issued under the SPP will be \$0.19 per New Share (**Offer Price**).

The market price of shares in FCT may rise or fall between the date of this offer and the date that New Shares are issued to Eligible Shareholders. This means that the Offer Price may be higher, equal or lower than the price of the FCT Shares traded on ASX at the time the New Shares applied for under the SPP are issued and allotted.

### **Application and notices**

At the discretion of the directors of FCT, Eligible Shareholders will be sent a letter of offer, terms and conditions and an Application Form, inviting them to subscribe for New Shares under the SPP.

Eligible Shareholders may apply to purchase a parcel of New Shares under the SPP valued at either \$1,000, \$2,000, \$5,000, \$10,000, \$15,000, \$20,000, \$25,000 or \$30,000.

Eligible Shareholders who wish to participate in the SPP must complete the attached personalised application form (**Application Form**) and provide payment (or make payment by BPAY®) in accordance with the instructions set out on the Application Form.

Applications for New Shares under the SPP offer will not be accepted unless received by the Share Registry by no later than 5:00pm (Sydney time) on 28 October 2019 (**Closing Date**).

FCT has a broad discretion to accept or reject your application to purchase New Shares under the SPP, including (without limitation) if: your Application Form is incorrectly completed or incomplete or otherwise determined by FCT to be invalid; the cheque or money order that you enclose with the Application Form is not made out for the exact value of the parcel of Shares that you have selected on the Application Form, is dishonoured or has not been completed correctly; or FCT believes that you are not an Eligible Shareholder.

Any applications for less than \$1,000 will be returned.

Oversubscriptions or refunds of other application monies will be returned without interest by cheque to the applicant's address on FCT's register.

### **Acknowledgements**

By returning an Application Form and providing payment or making a payment by BPAY®, you:

- a) are deemed to have accepted the SPP offer and you irrevocably and unconditionally agree to the terms and conditions of the SPP and the terms and conditions of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the SPP;
- b) warrant that all details and statements in your application are true and complete and not misleading;
- c) agree that your application will be irrevocable and unconditional (that is, it cannot be withdrawn);
- d) agree that your application is only effective when received by the Share Registry and not when it is posted;
- e) warrant that you are an Eligible Shareholder and eligible to lawfully participate in the SPP and apply for the New Shares, in each case in accordance with these terms and conditions as well as any applicable laws;
- f) acknowledge that no interest will be paid on any application monies held pending the issue of New Shares or subsequently refunded to you for any reason;

- g) acknowledge that FCT and its officers and agents are not liable for any consequence of the exercise or non-exercise of its discretions referred to in these terms and conditions;
- h) agree to pay the Issue Price per New Share up to the maximum of:
- a. the value you have selected on the Application Form; or
  - b. the maximum value of your BPAY® payment or cheque;
- i) acknowledge and agree that:
- a. you are not in the United States and are not acting for the account or benefit of a person in the United States;
  - b. the New Shares have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (**US Securities Act**) or the securities laws of any state or other jurisdiction of the United States, and accordingly, the New Shares may not be offered, sold or otherwise transferred without registration under the US Securities Act or unless the New Shares are offered, sold or otherwise transferred in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act, and the securities laws of any state or other jurisdiction in the United States;
  - c. you have not, and will not, send this Booklet or any materials relating to the SPP to any person in the United States or to any person located in any other country outside Australia and New Zealand;
  - d. if in the future you decide to sell or otherwise transfer the New Shares, you will only do so in the regular way for transactions on the ASX where neither you nor any person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a person in the United States; and
  - e. if you are acting as a trustee, nominee or Custodian, each beneficial holder on whose behalf you are participating is a resident in Australia or New Zealand, and you have not sent this Booklet, or any materials relating to the SPP, to any person outside Australia and New Zealand;
- j) if you are applying on your own behalf (and not as a Custodian), acknowledge and agree that:
- a. you are not applying for New Shares with an application price of more than \$30,000 under the SPP (including by instructing a Custodian to acquire New Shares on your behalf under the SPP);
  - b. the total of the application price for the following does not exceed \$30,000:
    - i. the New Shares the subject of the application;
    - ii. any other FCT Shares issued to you under a SPP or any similar arrangement in the 12 months before the application, including the March SPP;
    - iii. any other New Shares which you have instructed a Custodian to acquire on your behalf under the SPP; and
    - iv. any other FCT Shares issued to a Custodian in the 12 months before the application as a result of an instruction given by you to the Custodian to apply for FCT Shares on your behalf under an arrangement similar to the SPP,even though you may have received more than one offer under the SPP or received offers in more than one capacity under the SPP;
- k) if you are a Custodian and are applying for New Shares on behalf of an Eligible Beneficiary on whose behalf you hold FCT Shares, acknowledge and agree that:

- For personal use only
- a. you are a Custodian (as that term is defined in ASIC (Share and Interest Purchase Plans) Instrument 2019/547 (Australia));
  - b. you held FCT Shares on behalf of the Eligible Beneficiary as at the Record Date who has instructed you to apply for New Shares on their behalf under the SPP and that the Eligible Beneficiary has been given a copy of this Booklet;
  - c. you are not applying for New Shares on behalf of any Eligible Beneficiary with an application price of more than \$30,000 under the SPP (including any participation by that Eligible Beneficiary under the March SPP);
  - d. your application will not be accepted unless you duly complete and submit a Custodian Certificate; and
  - e. the information in the Custodian Certificate submitted with your Application Form is true, correct and not misleading;
- l) accept the risk associated with any refund that may be dispatched to you by cheque to your address shown on FCT's share register;
  - m) are responsible for any dishonour fees or other costs FCT may incur in presenting a cheque for payment which is dishonoured;
  - n) agree to be bound by the constitution of FCT (as it may be amended from time to time in the future);
  - o) acknowledge that none of FCT, its officers, advisors or agents, has provided you with any financial product or investment advice or taxation advice in relation to the SPP, or has any obligation to provide such advice;
  - p) acknowledge that FCT may at any time irrevocably determine that your application is valid, in accordance with the terms and conditions of the SPP, even if the Application Form is incomplete, contains errors or is otherwise defective; and
  - q) authorise FCT, and its officers and agents, to correct minor or easily rectified errors in, or omissions from, your Application Form and to complete the Application Form by the insertion of any missing minor detail.

### **Scale back**

FCT may in its absolute discretion undertake a scale back to the extent and in the manner it sees fit, including for example, if FCT has insufficient placement capacity to accommodate all applications for New Shares received under the SPP. Any scale back will be announced on 21 November 2019 (**Allotment Date**). Accordingly, if the Company undertakes a scale back you may not receive the full amount or any of the New Shares for which you have applied. If this is the case, the difference between the application monies received, and the number of New Shares issued to you multiplied by the Issue Price, will be refunded to you (without interest) by cheque forwarded to your address on the FCT's register. If the scale back produces a fractional number of Shares when applied to a parcel of Shares, the number of Shares allocated will be rounded up to the nearest whole number of Shares.

### **New Shares issued under the SPP**

New Shares issued under the SPP will rank equally in all respects with all other FCT Shares from the Allotment Date.

FCT will issue New Shares on the Allotment Date and will apply for those New Shares to be quoted on ASX on the next business day.

### **Modification and termination of the SPP**

FCT may modify or terminate the SPP at any time.

FCT will notify ASX of any modification to, or termination of the SPP. The omission to give notice of any modification to, or termination of, the SPP or the failure of ASX to receive such notice will not invalidate that modification or termination.

### **Dispute resolution**

FCT may settle in any manner it thinks fit, any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any participant or application, and the decision of FCT will be conclusive and binding on all participants and other persons to whom the determination relates.

FCT reserves the right to waive strict compliance with any provision of these terms and conditions. The powers of FCT under these conditions may be exercised by the directors of FCT or any delegate of the directors of FCT.

### **ASIC and ASX Relief**

This offer of New Shares under the SPP is made in accordance with the relief granted under ASIC (Share and Interest Purchase Plans) Instrument 2019/547 (Australia). This financial instrument grants relief from the requirement to prepare a prospectus for the offer of New Shares under the SPP.

### **Contact Details**

If Eligible Shareholders have any questions regarding the SPP or how to deal with this offer, they should contact their professional advisors or stockbrokers.

If Eligible Shareholders require information on how to complete the Application Form, they may contact FCT's Company Secretary, Ms Gai Stephens, on 02 9409 7000 and select 3 for Investor Enquiries or email any questions to [gai.stephens@firstwavecloud.com](mailto:gai.stephens@firstwavecloud.com).



**For all enquiries:**

**Phone:**

(within Australia) 02 9409 7000

(outside Australia) 61 2 9409 7000



**Email:**

gai.stephens@firstwavecloud.com

**Make your payment:**



See overleaf for details of the Offer and how to make your payment

## Share Purchase Plan Application Form

 **Your payment must be received by 5:00pm (Sydney time) 28 October 2019**

This is an important document that requires your immediate attention.

It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of Firstwave Cloud Technology Limited and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Firstwave Cloud Technology Limited shares on the terms of the Share Purchase Plan (SPP).

In addition, by making payment you certify that the aggregate of the application price paid by you for:

- the New Shares the subject of the payment slip overleaf; and
- any other shares and interests in the class applied for by you under the SPP or any similar arrangement in the 12 months prior to the date of submission of the payment, does not exceed \$30,000 (including any participation in the March 2019 SPP).

Firstwave Cloud Technology Limited may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the SPP whether generally or in relation to any participant or application.

Any determinations by Firstwave Cloud Technology Limited will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. Firstwave Cloud Technology Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions or to suspend or terminate the SPP at any time. Any such amendment, suspension or termination will be binding on all Eligible Shareholders even where Firstwave Cloud Technology Limited does not notify you of that event.

### Step 1: Registration Name & Offer Details

Details of the shareholding and the Offer are shown overleaf.

Please check the details provided and update your address via [www.investorcentre.com](http://www.investorcentre.com) if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

### Step 2: Make Your Payment

Note that shares may be purchased subject to purchase of the minimum value (\$1,000) and not exceeding the maximum value (\$30,000) less any amount you paid under the March 2019 SPP. Your payment must correspond to one of the options detailed overleaf. You may choose one option only. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Choose one of the payment methods shown below.

**BPAY®:** See overleaf. Do not return the payment slip with BPAY payment.


**By Mail:** Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque, bank draft or money order payable in Australian dollars to "Firstwave Cloud Technology Limited" and cross "Not Negotiable". The cheque must be drawn from an Australian bank. Cash is not accepted.

Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the payment slip. Receipts will not be forwarded. Funds cannot be debited directly from your account.

Entering your contact details is not compulsory, but will assist us if we need to contact you.

# Share Purchase Plan Application Form

## STEP 1 Registration Name & Offer Details

 For your security keep your SRN/  
HIN confidential.

Registration Name: \_\_\_\_\_

Entitlement No: \_\_\_\_\_

Offer Details:

Record date:

**Wednesday 25 September 2019**

Minimum value  
available to purchase:

**\$1,000**

\*Maximum value  
available to purchase:

**\$30,000**

\*The maximum value of your application includes participation in the March 2019 SPP and must not exceed \$30,000

## STEP 2 Make Your Payment



Billers Code: 305649  
Ref No: \_\_\_\_\_

### Pay by Mail:



Make your cheque, bank draft or money order payable to "Firstwave Cloud Technology Limited" and cross "Not Negotiable".  
Return your cheque with the below payment slip to:  
**Computershare Investor Services Pty Limited**  
**GPO BOX 505 Melbourne Victoria 3001 Australia**

Contact your financial institution to make your payment from your cheque or savings account.

### Lodgement of Acceptance

If you are applying for New Shares and your payment is being made by BPAY, you do not need to return the payment slip below. Your payment must be received by no later than 5:00pm (Sydney time) 28 October 2019. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Neither Computershare Investor Services Pty Limited (CIS) nor Firstwave Cloud Technology Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time.

If you are paying by cheque, bank draft or money order the payment slip below must be received by CIS by no later than 5:00pm (Sydney time) 28 October 2019. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for shareholders in Australia. Other Eligible Shareholders will need to affix the appropriate postage. Return the payment slip below with cheque attached. Neither CIS nor Firstwave Cloud Technology Limited accepts any responsibility if you lodge the payment slip below at any other address or by any other means.

### Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited (CIS), as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing [privacy@computershare.com.au](mailto:privacy@computershare.com.au). We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at [privacy@computershare.com.au](mailto:privacy@computershare.com.au) or see our Privacy Policy at <http://www.computershare.com/au>.

Detach here \_\_\_\_\_

## Purchase Details for Firstwave Cloud Technology Limited (choose one option)

- |  |    |  |    |  |
|--|----|--|----|--|
| <input type="checkbox"/> \$1,000 (5,263 Shares)    | OR | <input type="checkbox"/> \$2,000 (10,526 Shares)   | OR | <input type="checkbox"/> \$5,000 (26,315 Shares)   |
| <input type="checkbox"/> \$10,000 (52,631 Shares)  | OR | <input type="checkbox"/> \$15,000 (78,947 Shares)  | OR | <input type="checkbox"/> \$20,000 (105,263 Shares) |
| <input type="checkbox"/> \$25,000 (131,578 Shares) | OR | <input type="checkbox"/> \$30,000 (157,894 Shares) |    |  |

Entitlement No: \_\_\_\_\_

**Payment must be received by 5:00pm (Sydney time) 28 October 2019**

### Contact Details

Contact Name \_\_\_\_\_ Daytime Telephone \_\_\_\_\_

### Cheque Details

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
_____	_____	_____	_____	A\$ _____