

21 June 2016

Company Announcements Office  
Australian Securities Exchange  
10<sup>th</sup> Floor  
20 Bond Street  
SYDNEY NSW 2000

Dear Sir

#### **ASX WAIVER FROM LISTING RULE 14.7**

Oz Brewing Limited ("**Company**") advises that ASX Limited ("**ASX**") has granted the Company a waiver from ASX Listing Rule 14.7 on the terms set out below.

#### **DECISION**

1. Subject to Resolutions 2 and 3, and based solely on the information provided in connection with the proposed acquisition by the Company of 100% of the issued capital of 333D Pty Ltd ("**333D**") ("**Acquisition**"), ASX Limited grants the Company a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue, as approved by shareholders at the general meeting held on 28 January 2016, the following securities (on a post consolidation basis) later than 1 month and 3 months (as applicable) after the date of shareholder approval:
  - 1.1. up to 250,000,000 fully paid ordinary shares at an issue price of \$0.02 as part of a capital raising ("**Capital Raising**");
  - 1.2. up to 354,166,648 fully paid ordinary shares to the vendors of 333D ("**333D Vendors**") in consideration for the Acquisition;
  - 1.3. up to 48,750,000 performance shares to certain 333D Vendors or their associates in consideration for services rendered in promoting the Acquisition;
  - 1.4. up to 125,000,000 options exercisable at \$0.02 on or before 18 months after completion of the Acquisition, and up to 62,500,000 options exercisable at \$0.024 on or before 24 months after the completion of the Acquisition to Street Capital Partners Pty Ltd;
  - 1.5. up to 5,000,000 fully paid ordinary shares to John Conidi and Frank Pertile (or their nominees) as part of the Capital Raising;
  - 1.6. up to 5,555,555 fully paid ordinary shares to Street (or its nominee), 5,555,555 fully paid ordinary shares to Taylor Collison (or its nominee), and 5,555,555 fully paid ordinary share to Trident Capital (or its nominee);

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1.7. issue up to 8,333,333 fully paid ordinary shares (on a post consolidation basis) to non-related parties of the Company in consideration for conversion of convertible notes issued by the Company; and

1.8. up to 8,333,332 fully paid ordinary shares to Perco Group Pty Ltd and Idinoc Pty Ltd,

(together, the “**Acquisition Securities**”).

2. The Acquisition Securities are issued no later than 30 September 2016 and otherwise on the same terms as approved by shareholders on 28 January 2016.
3. The terms of this waiver are released to the market immediately.
4. ASX has considered listing rule 14.7 only and makes no statement as to the Company's compliance with other Listing Rules.

Yours faithfully



**Nicki Farley**  
**Company Secretary**

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