



Announcement Summary

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**Entity name**

CASHWERKZ LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

15/6/2021

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
CWZ	ORDINARY FULLY PAID	51,851,852

**Proposed +issue date**

21/6/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

CASHWERKZ LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ACN

**Registration Number**

010653862

**1.3 ASX issuer code**

CWZ

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

15/6/2021

**1.6 The Proposed issue is:**

A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?** Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	27/7/2021	<input checked="" type="checkbox"/> Estimated	

**Comments**

The Placement is to be conducted in two tranches, with the issue of the second tranche of 29,741,977.00 shares subject to shareholder approval.

## Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

 Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

 No

## Details of +securities proposed to be issued

**ASX +security code and description**

CWZ : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

51,851,852

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

 Yes**In what currency is the cash****What is the issue price per**



consideration being paid?

AUD - Australian Dollar

+security?

AUD 0.27000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

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Part 7C - Timetable

**7C.1 Proposed +issue date**

21/6/2021

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Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

1,127,979

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

Yes

**7D.1c ( i ) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?**

20,981,896

**7D.1c ( ii ) Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a +security purchase plan in which existing ordinary +security holders would have been eligible to participate**

The Company elected, in consultation with its advisors, to undertake a Placement as it considers this to be the most cost-effective and efficient method of raising capital in its current circumstances, having taken advice on prevailing market conditions.

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No



**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

Yes

**7E.1a Who is the lead manager/broker?**

Blue Ocean Equities Pty Ltd (BOE)

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

A management fee equivalent to 3% of the proceeds of the Placement and a selling fee equivalent to 2% of the proceeds of the Placement is payable to BOE. A further 1,500,000 options with a strike price of \$0.405 and an expiry date three years from date of issue, will be issued to BOE, subject to shareholder approval.

**7E.2 Is the proposed issue to be underwritten?**

Yes

**7E.2a Who are the underwriter(s)?**

Blue Ocean Equities Pty Ltd (BOE)

**7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?**

The Placement is fully underwritten by BOE.

**7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?**

There is no additional fee payable to BOE, other than as set out above.

**7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.**

1. At any time before the settlement, the S&P/ASX 200 Index closes at a level that is 10% or more below the level of that index on the trading day immediately prior to the date of the underwriting agreement.
2. Any circumstance arises after the Offer is made that result in the Company either repaying the money received from applicants or offering applicants an opportunity to withdraw their applications for Offer Securities and be repaid their application moneys.
3. An administrator is appointed, a compromise entered into with creditors or an insolvency event occurs in relation to the Company.
4. A material change occurs in respect of the Company or its business prospects and BOE believes that such event is reasonably likely to have a material adverse effect on the outcome of the offer or the subsequent market or to lead to a contravention of the law.

**7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Registry and advisor fees usual to a transaction of this nature.



Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

To secure a 25% per cent stake in Tactical Global Management Ltd and to scale and capitalise on demand for its Treasury Management Services, along with other general working capital requirements.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)