Rules 1.1 Cond 3, 1.7

Appendix 1A

ASX Listing Application and Agreement

This form is required by listing rule 1.7 to be used by an entity seeking admission to the +official list as an ASX Listing (for classification as an ASX Debt Listing use Appendix 1B and for classification as an ASX Foreign Exempt Listing use Appendix 1C).

All entity's seeking admission to the +official list as an ASX Listing must also provide to ASX the information and documents referred to in the Information Form and Checklist (ASX Listing) published on the ASX website.

The Appendix 1A and the Information Form and Checklist (ASX Listing) given to ASX become ASX's property and will be made public by way of release on ASX Markets Announcement Platform. Supporting documents may also be made public. This may occur prior to admission of the entity and +quotation of its +securities. If it does, publication does not mean that the entity will be admitted or that its +securities will be quoted.

Introduced 01/07/96 Origin: Appendix 1 Amended 01/07/97, 01/07/98, 01/09/99, 13/03/00, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 20/07/07, 01/01/12, 01/05/13, 02/11/15, 19/12/16

Name of entity	ABN/ARBN/ARSN
QuickFee Limited	ABN 93 624 448 693

We (the entity named above) apply for admission to the +official list of ASX Limited (ASX) as an ASX Listing and for +quotation of the following +securities:

	Number to be quoted	+Class
+Main class of +securities	140,550,001	Fully paid ordinary shares
Additional +classes of +securities to be quoted (if any) [Do not include +CDIs]		

We agree:

1. Our admission to the +official list and classification as an ASX Listing is in ASX's absolute discretion. ASX may admit us on any conditions it decides. +Quotation of our +securities is in ASX's absolute discretion. ASX may quote our +securities on any conditions it decides. Our removal from the +official list, the suspension or ending of +quotation of our +securities, or a change in the category of our admission is in ASX's absolute discretion. ASX is entitled immediately to suspend +quotation of our +securities or remove us from the +official list if we break this agreement, but the absolute discretion of ASX is not limited.

2. We warrant the following to ASX:

   - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
   - The +securities to be quoted comply with listing rule 2.1 and there is no reason why the +securities should not be granted +quotation.
   - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

     Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
   - Section 724 and section 1016E of the Corporations Act do not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 601MB(1), 737, 738, 992A, 992AA or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
   - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3. We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of the warranties in this agreement.

4. We give ASX the information and documents required by this form, including the information and documents referred to in the *Information Form and Checklist (ASX Listing)* published on the ASX website. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (or will be) true and complete.

5. We will comply with the listing rules that are in force from time to time, even if +quotation of our +securities is deferred, suspended or subject to a +trading halt.

6. The listing rules are to be interpreted:

   - in accordance with their spirit, intention and purpose;
   - by looking beyond form to substance; and
   - in a way that best promotes the principles on which the listing rules are based.

7. ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.

8. A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.

9. In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.

10. We acknowledge that this application also operates as an application to the +approved CS facility for approval for the entity to act as an issuer under the operating rules of the +approved CS facility and:

    - In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be registered or transferred under the operating rules of the +approved CS facility, to have CDIs issued over the entity's +securities and to have those +CDIs approved for participation in the +approved CS facility.

- In all other cases, for the approval of the entity's +securities under those operating rules for participation in the +approved CS facility.

11. Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be registered or transferred under the operating rules of the +approved CS facility:

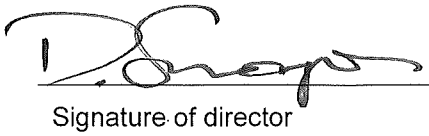
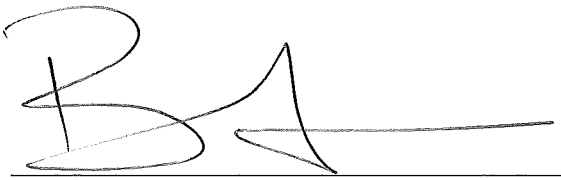
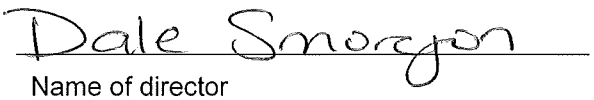
    - The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of the +securities for which +quotation is sought.
    - We will satisfy the +technical and performance requirements of the +approved CS facility and meet any other requirements the +approved CS facility imposes in connection with the participation of our +securities in the +approved CS facility.
    - When +securities are issued we will enter them in the +approved CS facility's subregister holding of the applicant before they are quoted, if the applicant instructs us on the application form to do so.

12. In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be registered or transferred under the operating rules of the +approved CS facility:

    - We appoint CHESS Depositary Nominees Pty Ltd (CDN) to act as the depositary nominee in respect of any +CDIs issued over the +securities for which +quotation is sought and acknowledge the indemnity given by us to CDN as the depositary nominee, and accept the power of attorney given to us by CDN as the depositary nominee, under the operating rules of the +approved CS facility.
    - The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of +CDIs over the +securities for which +quotation is sought.
    - We will satisfy the +technical and performance requirements of the +approved CS facility and meet any other requirements the +approved CS facility imposes in connection with the participation of our +CDIs in the +approved CS facility.
    - When +CDIs are issued we will enter them in the +approved CS facility's subregister holding of the applicant before the +securities they are over are quoted, if the applicant instructs us on the application form to do so.
    - We will make sure that +CDIs are issued over +securities if the holder of quoted +securities asks for +CDIs.

Dated: 28/06/2019

Executed as a deed:

EXECUTED by **QUICKFEE LIMITED**)	
ACN 624 448 693)	
in accordance with section 127 of the)	
Corporations Act 2001 (Cth):)	
	
Signature of director	Signature of director/~~company secretary~~
	
Name of director	Name of director/~~company secretary~~

You must complete, date and sign this agreement so that it takes effect as a deed. If the entity is an Australian company, the signatures of a director and a director/company secretary will be required. If the entity is an Australian trust, the signatures of a director and a director/company secretary of the responsible entity of the trust will be required. If the entity is established outside Australia, execution will have to comply with requirements for a deed in both the place of establishment of the entity and in Australia. If this agreement is signed under a power of attorney, please attach a copy of the power of attorney.

Information Form and Checklist

(ASX Listing)

Name of entity	ABN
QuickFee Limited	**ABN 93 624 448 693**

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Listing.

Note: *the entity warrants in its Appendix 1A ASX Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.*

Any Annexures to this Information Form and Checklist form part of the Information Form and Checklist and are covered by the warranty referred to above.

Terms used in this Information Form and Checklist and in any Annexures have the same meaning as in the ASX Listing Rules.

Part 1 – Key Information

Instructions: *please complete each applicable item below. If an item is not applicable, please mark it as "Not applicable".*

All entities – corporate details[1]

Place of incorporation or establishment	Western Australia
Date of incorporation or establishment	15 February 2018
Legislation under which incorporated or established	Corporations Act 2001 (Cth)
Address of registered office in place of incorporation or establishment	Level 3, 62 Lygon Street, Carlton South VIC 3053
Main business activity	Payment platform and SME lending through provision of finance
Country where main business activity is mostly carried on	Australia and the United States of America
Other exchanges on which the entity is listed	Not applicable
Street address of principal administrative office	Suite 4.05, 10 Century Circuit, Baulkham Hills NSW 2153
Postal address of principal administrative office	Suite 4.05, 10 Century Circuit, Baulkham Hills NSW 2153
Telephone number of principal administrative office	+61 2 8090 7700
E-mail address for investor enquiries	phillip@thecfo.com.au

[1] If the entity applying for admission to the official list is a stapled structure, please provide these details for each entity comprising the stapled structure.

Website URL	http://www.quickfee.com

All entities – management details[2]

Full name and title of CEO/managing director	Bruce Gordon Coombes – *Managing Director*
Email address of CEO/managing director	bruce@quickfee.com
Full name and title of CFO	James Drummond – *Chief Operating and Financial Officer*
Email address of CFO	james@quickfee.com
Full name and title of chairperson of directors	Barry Steven Lewin – *Non-Executive Chairman*
Full names of all existing directors	Barry Steven Lewin – *Non-Executive Chairman* Bruce Gordon Coombes – *Managing Director* Dale Mark Smorgon – *Non-Executive Director*
Full names of any persons proposed to be appointed as additional or replacement directors	Not applicable
Full name and title of company secretary	Phillip Hains – *Company Secretary*

All entities – ASX compliance contact details[3]

Full name and title of ASX contact(s)	Phillip Hains
Business address of ASX contact(s)	Level 3, 62 Lygon Street, Carlton Vic 3053
Business phone number of ASX contact(s)	+61 3 9824 5254
Mobile phone number of ASX contact(s)	+61 408 579 121
Email address of ASX contact(s)	Phillip@thecfo.com.au

All entities – investor relations contact details

Full name and title of person responsible for investor relations	Phillip Hains
Email address of person responsible for investor relations	Phillip@thecfo.com.au

[2] If the entity applying for admission to the official list is a trust, enter the management details for the responsible entity of the trust.

[3] Under Listing Rule 1.1 Condition 13, a listed entity must appoint a person responsible for communication with ASX on listing rule matters. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

Business phone number of person responsible for investor relations	+61 3 9824 5254

All entities – auditor details[4]

Full name of auditor	William Buck

All entities – registry details[5]

Name of securities registry	Boardroom Pty Limited
Address of securities registry	Level 7 333 Collins Street Melbourne VIC 3000
Phone number of securities registry	1300 737 760 (in Australia) +61 2 9290 9600 (International)
Fax number of securities registry	(02) 9279 0064
Email address of securities registry	Martin.jones@boardroomlimited.com.au
Type of subregisters the entity will operate[6]	CHESS and issuer sponsored subregisters

All entities – key dates

Annual balance date	30 June
Month in which annual meeting is usually held (or intended to be held)[7]	November
Months in which dividends or distributions are usually paid (or are intended to be paid)	Not applicable and the Company notes that there are no current intentions to pay dividends.

Trusts – additional details

Name of responsible entity	Not applicable
Full names of the members of the compliance committee (if any)	Not applicable

4 In certain cases, ASX may require the applicant to provide information about the qualifications and experience of its auditor for release to the market before quotation commences (see Guidance Note 1 section 2.10).

5 If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

6 Example: CHESS and issuer sponsored subregisters (see Guidance Note 1 section 3.20).

7 May not apply to some trusts.

Entities incorporated or established outside Australia – additional details

Name and address of the entity's Australian agent for service of process	Not applicable
Address of registered office in Australia (if any)	Not applicable

Entities listed or to be listed on another exchange or exchanges

Name of the other exchange(s) where the entity is or proposes to be listed	Not applicable
Is the ASX listing intended to be the entity's primary or secondary listing	Not applicable

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: *please indicate in the "Location/Confirmation" column for each item below and in any Annexures where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the Offer Document where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed"" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "Not applicable".*

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist and any Annexures (other than the 5 copies of the applicant's Offer Document referred to in item 4) are provided in a folder separated by numbered tabs and if the entity's constitution and copies of all material contracts are provided both in hard copy and in electronic format.

Note that completion of this Checklist and any Annexures is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

A reference in this Checklist and in any Annexures to the "Offer Document" means the listing prospectus, product disclosure statement or information memorandum lodged by the applicant with ASX pursuant to Listing Rule 1.1 Condition 3.

If the applicant lodges a supplementary or replacement prospectus, product disclosure statement or information memorandum with ASX, ASX may require it to update this Checklist and any Annexures by reference to that document.

All entities – key supporting documents

No	Item	Location/Confirmation
1.	A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	Refer to Tab 1: • ASIC Certificate of Registration – QuickFee USA • ASIC Certificate of Registration on Change of Name – QuickFee USA to Propay USA • ASIC Certificate of Registration on Change of Name – Propay USA to QuickFee Limited
2.	A copy of the entity's constitution (Listing Rule 1.1 Condition 2)[8]	Company's Constitution (Tab 2)
3.	Either: (a) confirmation that the entity's constitution includes the provisions of Appendix 15A or Appendix 15B (as applicable); or (b) a completed checklist that the constitution complies with the Listing Rules (Listing Rule 1.1 Condition 2)[9]	Confirmed. Refer to clause 33(b) of the Company's Constitution (Tab 2) for confirmation that the entity's Constitution contains the provisions of Appendix 15A.
4.	An electronic version and 5 copies of the Offer Document, as lodged with ASIC (Listing Rule 1.1 Condition 3)	An electronic copy of the Prospectus is provided in the USB accompanying the Appendix 1A Listing File. 5 copies of the typeset Prospectus that was lodged with ASX are to be provided to ASX and attached at Tab 3. These physical copies have been requested from the Company. Additional copies will be provided on request.

[8] It will assist ASX if the copy of the constitution is provided both in hard copy and in electronic format.

[9] An electronic copy of the checklist is available from the ASX Compliance Downloads page on ASX's website.

Nº	Item	Location/Confirmation
5.	Where in the Offer Document is the prominent statement that ASX takes no responsibility for the contents of the Offer Document (Listing Rule 1.1 Condition 3)?	Section 2 (Important Notices) of the Company's prospectus at Tab 3 (**Prospectus**)
6.	Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.1 Condition 14)[10]	Refer to the ASX Online Agreement (Tab 4)
7.	If the entity's corporate governance statement[11] is included in its Offer Document, the page reference where it is included. Otherwise, a copy of the entity's corporate governance statement (Listing Rule 1.1 Condition 16)	Refer to the Company's Corporate Governance Statement (Tab 5)
8.	If the entity will be included in the S & P All Ordinaries Index on admission to the official list,[12] where in its Offer Document does it state that it will have an audit committee (Listing Rule 1.1 Condition 17)?	Not applicable
9.	If the entity will be included in the S & P / ASX 300 Index on admission to the official list,[13] where in its Offer Document does it state that it will comply with the recommendations set by the ASX Corporate Governance Council in relation to composition and operation of the audit committee (Listing Rule 1.1 Condition 17)?	Not applicable
10.	If the entity will be included in the S & P / ASX 300 Index on admission to the official list,[14] where in its Offer Document does it state that it will have a remuneration committee comprised solely of non-executive directors (Listing Rule 1.1 Condition 18)	Not applicable
11.	If the entity's trading policy is included in its Offer Document, the page reference where it is included. Otherwise, a copy of the entity's trading policy (Listing Rule 1.1 Condition 19)	Schedule 9 of the Company's Corporate Governance Plan (Tab 6)
12.	For each director or proposed director and the CEO or proposed CEO (together "relevant officers") of the entity,[15] a list of the countries in which they have resided over the past 10 years (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)[16]	Dale Mark Smorgon • Australia Bruce Gordon Coombes • Australia Barry Steven Lewin • Australia Refer to each of the Statutory Declarations at Tab 7
13.	For each relevant officer,[17] any other name which they have used or by which they have been known over the past 10 years (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)[18]	Not applicable

[10] An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

[11] The entity's "corporate governance statement" is the statement disclosing the extent to which the entity will follow, as at the date of its admission to the official list, the recommendations set by the ASX Corporate Governance Council. If the entity does not intend to follow all the recommendations on its admission to the official list, the entity must separately identify each recommendation that will not be followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it intends to adopt in lieu of the recommendation.

[12] If the entity is unsure whether they will be included in the S & P All Ordinaries Index on admission to the official list, they should contact ASX or S & P.

[13] If the entity is unsure whether they will be included in the S & P / ASX 300 Index on admission to the official list, they should contact ASX or S & P.

[14] See note 13 above.

[15] If the entity applying for admission to the official list is a trust, references in items 12, 14, 15, 16 and 17 to a relevant officer mean a relevant officer of the responsible entity of the trust.

[16] The information referred to in items 12, 13, 14, 15, 16 and 17 is required so that ASX can be satisfied that the relevant officers are of good fame and character under Listing Rule 1 Condition 20.

[17] See note 15 above.

[18] See note 16 above.

Nº	Item	Location/Confirmation
14.	For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by the Australian Criminal Intelligence Commission which is not more than 12 months old (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)	Dale Mark Smorgon • Australia Bruce Gordon Coombes • Australia Barry Steven Lewin • Australia Refer to each of the Criminal History Checks at Tab 8
15.	For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 14 above for each country in which the officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration from the officer confirming that fact and that he or she has not been convicted in that country of: (a) any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of their duties as an officer of an entity; or (b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced), or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)	Not applicable
16.	For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Australian Financial Security Authority National Personal Insolvency Index which is not more than 12 months old (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)	Dale Mark Smorgon • Australia Bruce Gordon Coombes • Australia Barry Steven Lewin • Australia Refer to Bankruptcy Checks at Tab 9
17.	For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 16 above for each country in which the officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration from the officer confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)	Not applicable
18.	A statutory declaration from each relevant officer confirming that: (a) the officer has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;	Statutory Declarations for each director are included at Tab 7

Nº	Item	Location/Confirmation
	(b) the officer has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty; (c) the officer has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as an officer of a listed entity; (d) no listed entity of which he or she was an officer (or, in the case of a listed trust, in respect of which he or she was an officer of the responsible entity) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the Listing Rules applicable to that entity; and (e) the officer is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above, or, if the officer is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)	
19.	A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	Holding statement for each class of securities to be quoted at Tab 10
20.	Please either: (a) enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or (b) attach a statement explaining the circumstances and state the location of that statement	Confirmed
21.	Please enter "Confirmed" in the column to the right to confirm that the entity has paid its initial listing fee[19]	Initial listing fee to be provided

All entities – group structure

22.	Where in the Offer Document is there a diagram showing the group structure of the entity, identifying (where applicable) each material child entity and the nature and location of the business activities it undertakes?	Section 8.6 (Corporate Structure)
23.	If the entity has child entities, where in the Offer Document is there a list of all material child entities stating, in each case, its name, where it is incorporated or established, the nature of its business and the entity's percentage holding in it?	Section 8.6 (Corporate Structure)

[19] See Guidance Notes 15 and 15A for the fees payable on the application. You can also use the ASX online equity listing fees calculator: http://www.asx.com.au/prices/cost-listing.htm. Payment should be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

Nº	Item	Location/Confirmation
24.	If the entity has investments in associated entities for which it will apply equity accounting, where in the Offer Document is there a list of all associated entities stating, in each case, its name, where it is incorporated or established, the nature of its business and the entity's percentage holding in it?	Not applicable
25.	If the entity has a material interest in a joint venture, where in the Offer Document is there a description of the joint venture agreement, including the parties to the agreement and their respective rights and obligations under the agreement?	Not applicable

All entities – capital structure

26.	Where in the Offer Document is there a table showing the existing and proposed capital structure of the entity, broken down as follows: (a) the number and class of each equity security and each debt security currently on issue; and (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list; and (d) the number and class of each equity security proposed to be issued following admission in accordance with material contracts or agreements? Note: This applies whether the securities are to be quoted on ASX or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.	Section 8.9 (Capital Structure)
27.	If any of the securities referred to in the table mentioned in item 26 are not ordinary securities, where in the Offer Document does it disclose the terms applicable to those securities? Note: This applies whether the securities are to be quoted on ASX or not. For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable). For options to acquire unissued securities, this should state the number outstanding, exercise prices; exercise terms and expiry dates. For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).	Sections 13.3, 13.4 and 13.5 (Additional Information)
28.	If the entity has granted, or proposes to grant, any rights to any person, or to any class of persons (other than through the holding of securities referred to in the table mentioned in item 26), to participate in an issue of the entity's securities, where in the Offer Document are details of those rights set out?	Not applicable.
29.	Details of all issues of securities (in all classes) in the last 2 years and the consideration received by the entity for such issues	Refer to the Restricted Securities Table at Tab 11
30.	A copy of every prospectus, product disclosure statement or information memorandum issued by the entity in connection with any issue of securities (in all classes) in the last 2 years	Not applicable, there are no previous prospectuses, product disclosure statements or information memorandums.

Nº	Item	Location/Confirmation
31.	Please either: (a) enter "Confirmed" in the column to the right to confirm that the entity has not undertaken a placement of securities in the last 2 years in which a related party or their associates,[20] a promoter or their associates, or an adviser involved in the offer or their associates, have participated, or (b) attach a statement: (1) explaining the circumstances of the placement; (2) listing the names and addresses of the participants in the placement, the number of securities they received in the placement and the consideration they provided for those securities; and (3) identifying the participants in the placement who are a related party or associate of a related party, a promoter or associate of a promoter, or an adviser or an associate of an adviser, and state the location of that statement.	Refer to the Restricted Securities Table at Tab 11
32.	A copy of any court order in relation to a reorganisation of the entity's capital in the last 2 years	Not applicable
33.	Where in the Offer Document does it confirm that the entity's free float at the time of listing will be not less than 20% (Listing Rule 1.1 Condition 7)?	Section 6.1.1 (the Public Offer)
34.	Where in the Offer Document does it confirm that the issue/sale price of all securities for which the entity seeks quotation is at least 20 cents in cash (Listing Rule 2.1 Condition 2)?	Section 3.2 (Key Statistics of the Offers) Section 6.1.1 (the Public Offer)
35.	If the entity has or proposes to have any options on issue, where in the Offer Document does it confirm that the exercise price for each underlying security is at least 20 cents in cash (Listing Rule 1.1 Condition 12)?	Sections 13.3 (Terms and Conditions of the Executive Options) and 13.4 (Terms and Conditions of the Broker Options). The Company notes that it has received a waiver from the requirements of Listing Rule 1.1 Condition 12 to allow the Company to have performance rights on issue where the exercise price is less than 20 cents in cash (refer to Sections 13.5 (Terms and Conditions of the Performance Rights) and 13.7 (ASX Waivers and ASIC Relief).
36.	If the entity has any partly paid securities and it is not a no liability company, where in the Offer Document does it disclose the entity's call program, including the date and amount of each proposed call and whether it allows for any extension for payment of a call (Listing Rule 2.1 Condition 4)?	Not applicable
37.	If the entity has or proposes to have any debt securities or convertible debt securities on issue, a copy of any trust deed applicable to those securities	Not applicable
38.	Is the entity proposing to offer any securities by way of a bookbuild? If so, please enter "Confirmed" in the column to the right to indicate that the entity is aware of the disclosure requirements for bookbuilds in Annexure A to Guidance Note 1	Not applicable.

All entities – other information and documents

39.	Where in the Offer Document is there a description of the history of the entity?	Sections 8.1 (Company Overview) and 8.5.6 (Historic Performance)

[20] Note that under the Listing Rules a person's related parties are deemed to be their associates unless the contrary is proven.

Nº	Item	Location/Confirmation
40.	Where in the Offer Document is there a description of the entity's existing and proposed activities?	Sections 8.1 (Company Overview), 8.2 (Objectives), 8.4 (QuickFee Platform Overview) and 8.5 (Business Model)
41.	Where in the Offer Document is there a description of how the applicant holds or derives its interest in its material assets and business operations and, if it does not do so directly or through a child entity, an explanation of why that structure has been employed, as well as any risks arising from the fact that its assets or business operations are held in that way rather than being directly owned by the entity itself or a child entity?	Sections 8.1 (Company Overview) and 8.5 (Business Model)
42.	Where in the Offer Document is there a description of the material business risks the entity faces?	Part F of the Investment Overview (Key Risks) and Section 10 (Risk Factors)
43.	Where in the Offer Document is there a table setting out the proposed use of the proceeds of the offer?	Section 8.8 (Use of Funds)
44.	Where in the Offer Document is there a description of the entity's proposed dividend/distribution policy?	Section 9.5 (Dividend Policy)
45.	Does the entity have or propose to have a dividend or distribution reinvestment plan?	
	If so, where are the existence and main terms of the plan disclosed in the Offer Document?	Not applicable
	A copy of the terms of the plan	Not applicable
46.	Does the entity have or propose to have an employee incentive scheme?	
	If so, where are the existence and material terms of the scheme disclosed in the Offer Document?	Section 13.6 (Employee Incentive Plan)
	Where in the Offer Document is there a statement as to whether directors[21] are entitled to participate in the scheme and, if they are, the extent to which they currently participate or are proposed to participate?	Section 13.6(a) (Employee Incentive Plan). No Directors currently participate in the scheme or are proposed to participate.
	A copy of the terms of the scheme	Refer to Tab 12
47.	Has the entity entered into any material contracts (including any underwriting agreement relating to the securities to be quoted on ASX)?[22]	
	If so, where are the existence and main terms of those material contracts disclosed in the Offer Document?	Section 12 (Material Contracts)
	Copies of all of the material contracts referred to in the Offer Document	Tab 15: 1. Underwriting Agreement between the Company and Bell Potter dated 4 June 2019 2. Convertible Loan Agreements between the Company and: a. Bonec Pty Ltd dated on or about November 2018 and variation to

[21] If the entity applying for admission to the official list is a trust, references to a director mean a director of the responsible entity of the trust.

[22] It will assist ASX if the material contracts are provided both in hard copy and in electronic format.

Nº	Item	Location/Confirmation
		Agreement dated on or about 20 May 2019 b. Jamada Holdings Pty Limited dated on or about November 2018 and variation to Agreement dated on or about 20 May 2019 c. Derida Pty Limited dated on or about November 2018 and variation to Agreement dated on or about 20 May 2019 d. HTI Management Pty Ltd dated on or about November 2018 and variation to Agreement dated on or about 20 May 2019 3. Shareholder Loan Agreements between the Company and: a. Derida Pty Limited dated 4 June 2018 and variation to Agreement dated 20 May 2019 b. Carrot Consulting Pty Limited dated 4 June 2018 and variation to Agreement dated 20 May 2019 c. Wingate Direct Investments Pty Limited dated 4 June 2018 and variation to Agreement dated on or about 20 May 2019 4. Acquisition Agreement between the Company and: a. the shareholders of QuickFee AU dated 21 May 2019 b. the shareholders of QuickFee US dated 22 May 2019 5. Loan Facility Agreement between QuickFee AU and Lease Collateral Pty Ltd dated 5 April 2018 6. Note Issue Deed between QuickFee US, QuickFee Finance, and Millennium Trust Co., LLC (as nominee for Global Credit Investments Pty Ltd) dated 15 September 2017 7. Licence Agreement between QuickFee AU and Red Planet Pty Ltd dated 16 May 2014 8. Licence Agreement between QuickFee US and Red Planet Pty Ltd dated 6 July 2017

Nº	Item	Location/Confirmation
		9. Executive Services Agreement between the Company and: a. Bruce Coombes dated 30 April 2019 b. James Drummond dated 20 May 2019 10. Appointment Letters for Non-Executive Directors between the Company and: a. Barry Lewin dated 12 October 2018 b. Barry Lewin variation to appointment letter dated 6 May 2019 c. Dale Smorgon dated 9 October 2018 11. Deeds of Indemnity, Insurance and Access between the Company and: a. Bruce Coombes dated 4 June 2019 b. Barry Lewin dated 4 June 2019 c. Dale Smorgon dated 4 June 2019
48.	If the following information is included in the Offer Document, the page reference where it is included. Otherwise, either a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the entity or a child entity has entered into with: (a) its CEO or proposed CEO; (b) any of its directors or proposed directors; or (c) any other person or entity who is a related party of the persons referred to in (a) or (b) above (Listing Rule 3.16.4) Note: if the entity applying for admission to the official list is a trust, references to a chief executive officer, director or proposed director mean a chief executive officer, director or proposed director of the responsible entity of the trust. However, the entity need not provide a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the responsible entity or a related entity has entered into with any of the persons referred to in (a), (b) or (c) above if the costs associated with the agreement are borne by the responsible entity or the related entity from out of its own funds rather than from out of the trust.	a) Section 12.5.1 (Managing Director - Executive Services Agreement with Bruce Coombes) b) 12.5 (Agreements with Directors and Management) c) Not applicable, there are none
49.	Please enter "Confirmed" in the column to the right to indicate that the material contracts summarised in the Offer Document include, in addition to those mentioned in item 48, any other material contract(s) the entity or a child entity has entered into with: (a) its CEO or proposed CEO; (b) any of its directors or proposed directors; or (c) any other person or entity who is a related party of the persons referred to in (a) or (b) above	Confirmed
50.	If an adviser to the offer has a material interest in the success of the offer over and above normal professional fees for services rendered in connection with the offer, where in the Offer Document is there a clear and concise statement explaining in one location all of the interests that adviser has in the success of the offer, including (without limitation): (a) the number and type of securities in the entity in which the adviser and its associates[23] currently have a relevant interest;	No adviser to the offer has a material interest in the success of the offer over and above normal professional fees for services rendered in connection with the offer. However, refer to Sections 6.17 and 12.1.1 for details of the underwriting agreement entered into between the

[23] See note 20 above.

Nº	Item	Location/Confirmation
	(b) details of the consideration paid or provided by the adviser or its associates for the securities referred to in (a) above; (c) the fees or other consideration the adviser or an associate may receive for services provided in connection with the offer; (d) the fees or other consideration the adviser or an associate may receive under any ongoing mandate they may have with the entity post the offer; (e) if the consideration in (c) or (d) above includes any convertible securities (including options, performance shares or performance rights), details of the number and terms of those securities, the percentage of the entity's issued capital at listing they will convert into if they are converted, the value the entity believes the convertible securities are worth and the basis on which the entity has determined that value; (f) if the adviser or any of its associates have participated in a placement of securities by the entity in the preceding 2 years, full details of the securities they received in the placement and the consideration they paid or provided for those securities (Guidance Note 1 section 4.2). Note: if there is an adviser who has a material interest in the success of the offer over and above normal professional fees for services rendered in connection with the offer, ASX expects this information to be clearly disclosed immediately after the "use of proceeds" section of the entity's listing prospectus or PDS.	Company and Bell Potter Securities Limited (the underwriter to the Offer) and Section 6.19 for details regarding the termination of a previous engagement with EverBlu Capital Pty Ltd.
51.	Please enter "Confirmed" in the column to the right to indicate that all information that a reasonable person would expect to have a material effect on the price or value of the securities to be quoted is included in or provided with this Information Form and Checklist	Confirmed.
52.	A copy of the entity's most recent annual report	Refer to the annual report for QuickFee Group dated 30 June 2018 (Tab 16), which provides for the following entities: a) QuickFee Limited (formerly QuickFee USA Limited); b) QuickFee Group LLC; c) QuickFee Inc.; d) QuickFee GCI LLC; and e) QuickFee Finance LLC, (together, the **QuickFee Group**)

Entities that are trusts

53.	Evidence that the entity is a registered managed investment scheme or has an exemption from ASIC from that requirement (Listing Rule 1.1 Condition 5(a))	Not applicable
54.	If the entity is exempted from the requirement to be a registered managed investment scheme, evidence that its responsible entity is either an Australian company or registered as a foreign company carrying on business in Australia under the Corporations Act (Listing Rule 1.1 Condition 5(b))	Not applicable
55.	Please enter "Confirmed" in the column to the right to indicate that the responsible entity is not under an obligation to allow a security holder to withdraw from the trust (Listing Rule 1.1 Condition 5(c))	Not applicable

Entities applying under the profit test (Listing Rule 1.2)

56.	Evidence that the entity is a going concern or the successor of a going concern (Listing Rule 1.2.1)	Not applicable
57.	Evidence that the entity has been in the same main business activity for the last 3 full financial years (Listing Rule 1.2.2)	Not applicable

Nº	Item	Location/Confirmation
58.	Audited accounts for the last 3 full financial years, including the audit reports (Listing Rule 1.2.3(a))	Not applicable
59.	If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rule 1.2.3(b))	Not applicable
60.	A reviewed pro forma statement of financial position, including the review (Listing Rule 1.2.3(c))[24]	Not applicable
61.	Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least $1 million (Listing Rule 1.2.4)	Not applicable
62.	Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded $500,000 (Listing Rule 1.2.5)	Not applicable
63.	A statement from all directors[25] confirming that they have made enquiries and nothing has come to their attention to suggest that the entity is not continuing to earn profit from continuing operations up to the date of the application (Listing Rule 1.2.6)	Not applicable

Entities applying under the assets test (Listing Rule 1.3)

64.	Evidence that the entity has: (a) net tangible assets of at least $4 million (after deducting the costs of fund raising) or a market capitalisation of at least $15 million; or (b) if it is an investment entity other than pooled development fund, net tangible assets of at least $15 million; or (c) if it is a pooled development fund, net tangible assets of at least $2 million (Listing Rule 1.3.1 and 1.3.4)	Sections 8.8 (Use of Funds) and 9 (Financial Information) of the Prospectus
65.	Evidence that: (a) at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash;[26] or (b) there are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash (Listing Rule 1.3.2)	There are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash. Refer to Section 8.8 (Use of Funds) of the Prospectus
66.	Is there a statement in the Offer Document setting out the entity's stated objectives and that the entity has enough working capital to carry out its stated objectives? If so, where is it? If not, attach a statement by an independent expert confirming that the entity has enough working capital to carry out its stated objectives (Listing Rule 1.3.3(a))	Sections 8.4 (QuickFee Platform Overview), 8.5 (Business Model) and 8.8 (Use of Funds)
67.	Evidence that the entity's working capital is at least $1.5 million or, if it is not, that it would be at least $1.5 million if the entity's budgeted revenue for the first full financial year that ends after listing was included in the working capital (Listing Rule 1.3.3(b))[27]	Sections 8.8 (Use of Funds), 9 (Financial Information) and 9.4.1 (Pro-forma Combined Statement of Financial Position)

[24] Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

[25] If the entity applying for admission to the official list is a trust, the statement should come from all directors of the responsible entity of the trust.

[26] In deciding if an entity's total tangible assets are in a form readily convertible to cash, ASX would normally not treat inventories or receivables as readily convertible to cash.

[27] The amount must be available after allowing for the first full financial year's budgeted administration costs and the cost of acquiring any assets referred to in the entity's Offer Document, to the extent those costs are to be met out of working capital. The cost of acquiring assets includes the cost of acquiring and exercising an option over them.

Nº	Item	Location/Confirmation
68.	Audited accounts for the last 2 full financial years, including the audit reports (Listing Rule 1.3.5(a))	The Company was incorporated on 15 February 2018. Refer to Tab 16 for audited accounts for Refer to the annual report for QuickFee Group dated 30 June 2018, which provides for the following entities: a) QuickFee Limited (formerly QuickFee USA Limited); b) QuickFee Group LLC; c) QuickFee Inc.; d) QuickFee GCI LLC; and e) QuickFee Finance LLC, (together, the **QuickFee Group**)
69.	If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rule 1.3.5(b))	Refer to the Company's audited accounts for 31 March 2019 at Tab 16
70.	If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity, audited accounts for the last 2 full financial years for that other entity or business, including the audit reports (Listing Rule 1.3.5(c) first bullet point)	Refer to the audited accounts of QuickFee AU and QuickFee US for the financial years ended 30 June 2017 and 2018 at Tab 16
71.	If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity and the last full financial year for that other entity or business ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available) from the end of the last full financial year for that other entity or business, including the audit report or review (Listing Rule 1.3.5(c) second bullet point)	Refer to the 31 March 2019 accounts of QuickFee AU and QuickFee US for the nine-month period ended 31 March 2019 at Tab 16
72.	A reviewed pro forma statement of financial position, including the review (Listing Rule 1.3.5(d))[28]	Section 9.4.1 (Pro-forma Combined Statement of Financial Position) of the Prospectus and Annexure A (Investigating Accountant's Report)

Entities with restricted securities

73.	A statement setting out a list of any person (either on their own or together with associates) who has held a relevant interest in at least 10% of the entity's voting securities at any time in the 12 months before the date of this application	The current sole Shareholder of the Company is Bruce Coombes, who holds 1 Share, which was issued on incorporation.
74.	A completed ASX Restricted Securities Table[29]	Tab 11
75.	Copies of all restriction agreements (Appendix 9A) entered into in relation to restricted securities[30]	Copies of all restriction agreements at Tab 13

[28] Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

[29] An electronic copy of the ASX Restricted Securities Table is available from the ASX Compliance Downloads page on ASX's website.

[30] Note: ASX will advise which restricted securities are required to be escrowed under Listing Rule 9.1.3 as part of the admission and quotation decision. If properly completed restriction agreements and related undertakings have not been provided for all such securities advised by ASX, that will need to be rectified prior to admission occurring and quotation commencing.

Nº	Item	Location/Confirmation
76.	Copies of all undertakings issued by any bank, recognised trustee or the provider of registry services to the entity in relation to such restriction agreements	Copies of all undertakings at Tab 14

Entities (other than mining exploration entities and oil and gas exploration entities) with classified assets[31]

77.	Within the 2 years preceding the date of the entity's application for admission to the official list, has the entity acquired, or entered into an agreement to acquire, a classified asset? If so, where in the Offer Document does it disclose: • the date of the acquisition or agreement; • full details of the classified asset, including any title particulars; • the name of the vendor; • if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s); • details of the relationship between the vendor (or, if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, between the beneficial owner(s)) and the entity or any related party or promoter of the entity; and • details of the purchase price paid or payable and all other consideration (whether legally enforceable or not) passing directly or indirectly to the vendor.	Section 12.2.2 (QuickFee US Acquisition Agreement)
	Is the vendor (or, if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, are any of the beneficial owner(s)) a related party or promoter of the entity? If so, please enter "Confirmed" in the column to the right to indicate that the consideration paid by the entity for the classified asset was solely restricted securities, save to the extent it involved the reimbursement of expenditure incurred by the vendor in developing the classified asset[32] or the entity was not required to apply the restrictions in Appendix 9B under Listing Rule 9.1.3 (Listing Rule 1.1 Condition 11)	Confirmed
	If cash is being paid or proposed to be paid in connection with the acquisition of a classified asset from a related party or promoter, please provide supporting documentation to demonstrate that it was for the reimbursement of expenditure incurred by the vendor in developing the classified asset	Not applicable
	Please provide a copy of the agreement(s) relating to the acquisition and any expert's report or valuation obtained by the entity in relation to the acquisition	Copy of the agreement is included at Tab 15

Mining entities

78.	A completed Appendix 1A Information Form and Checklist Annexure 1 (Mining Entities)[33]	Not Applicable

[31] A "classified asset" is defined in Listing Rule 19.12 as:

(a) an interest in a mining exploration area or oil and gas exploration area or similar tenement or interest;

(b) an interest in intangible property that is substantially speculative or unproven, or has not been profitably exploited for at least three years, and which entitles the entity to develop, manufacture, market or distribute the property;

(c) an interest in an asset which, in ASX's opinion, cannot readily be valued; or

(d) an interest in an entity the substantial proportion of whose assets (held directly, or through a controlled entity) is property of the type referred to in paragraphs (a), (b) and (c) above.

[32] ASX may require evidence to support expenditure claims.

[33] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

/cont.

Nº	Item	Location/Confirmation

Oil and gas entities

79.	A completed Appendix 1A Information Form and Checklist Annexure 2 (Oil and Gas Entities)[34]	Not Applicable

Entities incorporated or established outside of Australia

80.	A completed Appendix 1A Information Form and Checklist Annexure 3 (Foreign Entities)[35]	Not Applicable

Externally managed entities

81.	A completed Appendix 1A Information Form and Checklist Annexure 4 (Externally Managed Entities)[36]	Not Applicable

Stapled entities

82.	A completed Appendix 1A Information Form and Checklist Annexure 5 (Stapled Entities)[37]	Not Applicable

Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, all entities will be required to provide the following before their admission to the official list and the quotation of their securities commences:

- A statement setting out the names of the 20 largest holders in each class of securities to be quoted, and the number and percentage of each class of securities held by those holders;
- A distribution schedule of each class of equity securities to be quoted, setting out the number of holders in the categories:
  - 1 - 1,000
  - 1,001 - 5,000
  - 5,001 - 10,000
  - 10,001 - 100,000
  - 100,001 and over
- The number of holders of a parcel of securities (excluding restricted securities or securities subject to voluntary escrow) with a value of more than $2,000, based on the issue/sale price;
- Any outstanding restriction agreements (Appendix 9A) and related undertakings;[38] and
- Any other information that ASX may require under Listing Rule 1.17.[39]

[34] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[35] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[36] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[37] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[38] See note 30 above.

[39] Among other things, this may include evidence to verify that an entity has met Listing Rule 1 Condition 8 and achieved minimum spread without using artificial means (see Guidance Note 1 section 3.8).