



24 April 2017

Mr John Williams  
National Stock Exchange of Australia  
1 Bligh Street  
Sydney NSW 2000

**By e-mail: [john.williams@nsx.com.au](mailto:john.williams@nsx.com.au)**

Dear Mr Williams

**APPENDIX 1: FORM OF LETTER OF APPLICATION**  
**I-GLOBAL HOLDINGS LIMITED ("THE COMPANY")**

**1. General**

- (1) the name of the applicant and the date and place of incorporation;  
**i-Global Holdings Limited (ACN 611 470 010) (Company). The Company was incorporated on 23 March 2016 in Western Australia.**
- (2) if not incorporated in Australia, the date on which the applicant became registered under the *Corporations Act*;  
**Not applicable.**
- (3) the address of the principal registered office and the address of each office at which a share register is kept;  
**The Company's registered office and the address at which a share register is kept is 125 Royal Street, East Perth WA 6004.**
- (4) a formal request for the *listing* of the *securities* in respect of which application is made, specifying the nature of the *securities* and the amount, class, the voting rights attached and whether they are to be fully paid;  
**The Company formally requests the listing of the securities in respect of which this application is made, namely 74,587,001 fully paid ordinary shares.**  
**For the voting rights attached to the shares, please see Section 11.2 of the Company's prospectus dated 21 April 2017 (Prospectus).**
- (5) the proposed method by which the *securities* are to be brought to *listing* and details of any proposed distribution of the *securities*;

**The Company is proposing a compliance listing.**

- (6) the estimated market capitalisation of the securities for which a *listing* is sought;

**The estimated market capitalisation of the securities for which a listing is sought is \$18,646,750.25, based on total shares on issue of 74,587,001 and a deemed share price of \$0.25 per share.**

- (7) an estimate of the net proceeds of any proposed issue and the intended use of the proceeds; and

**The Company is proposing a compliance listing on the NSX and accordingly, only a nominal amount will be raised under the Prospectus, being \$2,500. No net proceeds will be raised from the compliance listing after deducting the costs of the Prospectus.**

- (8) the name of any other stock exchange on which any securities of the issuer are already *listed* and/or traded.

**None of the shares are already listed and/or traded on any other stock exchange.**

**2. Share capital and ownership**

- (1) A list in tabular form of:

- (i) the designation or title of each class of share;

**The Company has one class of shares being fully paid ordinary shares.**

- (ii) the number of shares issued;

**The Company currently has 7,300,001 shares on issue and intends to issue 10,000 shares under the Prospectus. The Company has also agreed to issue 67,277,000 shares pursuant to the heads of agreement between the Company and the shareholders of i-Global Holdings Ltd (a company incorporated in Singapore with registration number 201416145N) (i-Global Singapore), as described in Section 10.1 of the Prospectus (Heads of Agreement).**

- (iii) the voting rights attached to each share;

**The voting rights attached to the shares are detailed in Section 11.2 of the Prospectus.**

- (iv) the amount of fully paid up shares;

**The Company currently has 7,300,001 fully paid shares on issue. Following completion of the acquisition under the Heads of Agreement and completion of the offer under the Prospectus, the Company will have 74,587,001 fully paid shares on issue.**

- (v) the shareholdings of the *directors* and officers of the *issuer*; and

**Please refer to Section 7.10 of the Prospectus.**

Director/Officer	Relevant interest in shares
Dr Koon Lip Choo <sup>1</sup>	1
Mr Teck Lee <sup>2</sup>	500,000
Mr Ben Donovan <sup>2</sup>	300,000
Mr Ivan Wu <sup>2</sup>	500,000

1. 1 share issued on incorporation of the Company and 18,800,000 shares to be issued pursuant to the Heads of Agreement.  
2. Shares already on issue.

- (vi) so far as is known, or can be ascertained after reasonable enquiry, the names of all shareholders of the *issuer* who own five percent (5%) or more of the shares of the *issuer* and their respective shareholdings.

Please refer to Section 7.3 of the Prospectus.

As at the date of the Prospectus:

Shareholder	Shares	%
Constance Chai Ai Tan	6,000,000	82.19
Teck Lee	500,000	6.85
Ivan Wu	500,000	6.85

On completion of the offer under the Prospectus and the acquisition under the Heads of Agreement:

Shareholder	Shares	%
Koon Lip Choo	18,800,001	25.21
Eng Yeo Nyo	14,200,000	19.04
Angela Chiu Ling Tay	6,000,000	8.04
Constance Chai Ai Tan	6,000,000	8.04

- (2) A list in tabular form of the names of all shareholders of the *issuer* including the dates that the shares were allotted to them, the consideration that they provided and the number of shares that are held.

Shareholder	Allotment date	Amount paid	Shares held
Ivan Wu	20 February 2017	\$500	500,000
Koon Lip Choo	23 March 2016	\$1.00	1 <sup>1</sup>
Benjamin Donovan	20 February 2017	\$300	300,000
Constance Chai Ai Tan	20 February 2017	Nil.	6,000,000
Teck Lee	20 February 2017	\$500	500,000

Notes:

1. Dr Koon Lip Choo will also be issued 18,800,000 shares upon completion of the Heads of Agreement.

**3. Securities**

An outline of the principal terms of the *securities* the applicant wishes to *list*.

**The Company is proposing to list 74,587,001 fully paid ordinary shares. 7,300,001 are already on issue, 10,000 shares will be issued at \$0.25 under the Prospectus and 67,277,000 will be issued under the Heads of Agreement (refer to Section 10.1 of the Prospectus).**

**4. History and nature of business**

A short introductory paragraph describing the general nature of the business and products of the applicant. A brief history of the *issuer* for the last five (5) years or, if later, from inception to the date of the application. A description of the business now conducted by the *issuer* and its *child entities*, including principal products manufactured, services performed or investments held, principal markets for products and raw materials, method of marketing, annual turnover for the preceding three (3) financial years and for the current financial year to the latest date available.

**Please refer to Sections 6.1 to 6.3 of the Prospectus for a summary of the Company's business and history. Refer to Section 9 for details of the Company's financial information.**

**5. Summary of earnings**

A summary of earnings, on a consolidated basis if the applicant has *subsidiaries*, for the last three (3) financial years, showing sales, earnings before charges for depreciation, interest and tax (if any), the amount of each of those charges, net income before extraordinary items, extraordinary items, net income and earnings per share.

**Please refer to the financial information and investigating accountant's report in Section 9 of the Prospectus.**

**6. Tabulation of balance sheet**

A tabulation of its balance sheet for each of the last three (3) financial years (on a consolidated basis if the *issuer* has *subsidiaries*) or from the date of incorporation, if shorter. The tabulation should include a calculation of the net asset value per *security* for each of the three (3) financial years.

**Please refer to the financial information and investigating accountant's report in Section 9 of the Prospectus.**

**7. Employees**

A statement as to the total number of persons regularly employed and, if subject to seasonal fluctuations, the maximum and minimum numbers employed during the preceding twelve (12) months.

**The Company has appointed Ben Donovan as the company secretary. The Company has appointed Ivan Wu, Teck Lee and Ben Donovan as non-executive directors of the Company. Choo Koon Lip has been appointed as executive director of the Company and executive director of i-Global Singapore.**

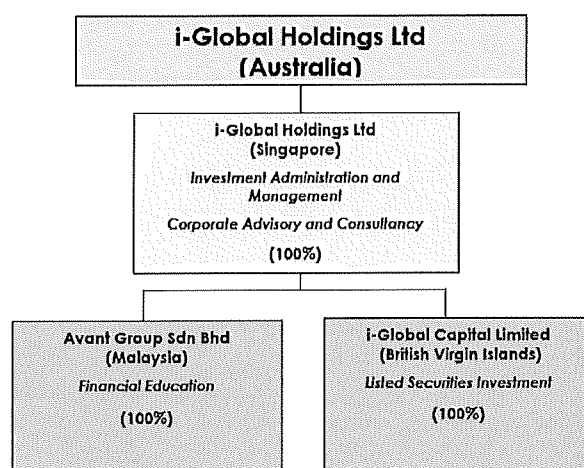
I-Global Singapore has appointed Rieve Ko as Chief Market Strategist, Yap Wee Liang Louis and Teo Chien Kwan as executives and Chua Jun Xiong Chris, Goh Wei Ming Jeff and Lee Wei Hao as managers.

## 8. Child entities

A tabular list of all *child entities* showing in respect of each such corporation:-

- (1) the name of the corporation;
- (2) a brief statement of the nature of its business and its relationship to the operations of the entire enterprise; and
- (3) share capital by classes, showing the amount issued and the amount owned by the *holding entity*.

Please refer to Section 6.1 of the Prospectus and the diagram and table below, which assumes completion of the offer under the Prospectus and completion of the acquisition under the Heads of Agreement:



Subsidiary's name	Nature of business	Share capital	Amount of share capital issued and amount held by Company
i-Global Holdings Ltd (Singapore)	Investment administration and management  Corporate advisory and consultancy	The Company, on completion of the acquisition under the Heads of Agreement (Refer to Section 10.1 of the Prospectus) will be the holder of 100% of the issued capital of i-Global Holdings Ltd.	65,277,000  100%
Avant Group Sdn Bhd (Malaysia)	Financial education and training seminars	i-Global Holdings Ltd (Singapore) is the holder of 100% of the issued capital of Avant Group Sdn Bhd.	300,000 shares  100%
i-Global Capital Limited (British Virgin Islands)	Listed securities investment	i-Global Holdings Ltd (Singapore) is the holder of 100% of the issued capital of i-Global Capital	1 share  100%

		Limited.	
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## 9. Dividend record

State the number of consecutive years in which dividends have been paid. State the amount of dividend (per share and in the aggregate) paid by the applicant (and its *child entities*) for each of the three (3) preceding years. Indicate whether dividends have been paid on a quarterly, semi-annual or annual basis. State the record date, payment date and the date of declaration with respect to each dividend paid during the past two (2) years.

**No dividends have been paid by the Company.**

## 10. Properties

Describe briefly the general character of the properties of the applicant and its *child entities*, including:

- (1) location;
- (2) land area;
- (3) number of buildings;
- (4) aggregate floor area of buildings; and
- (5) whether properties are owned or leased, and if leased, state total rental paid for each of the three (3) preceding financial years and average term of years.

Location	Land Area	Number of buildings	Aggregate floor area of buildings	Whether property owned or leased	Total rental paid for each 3 preceding financial years	Term
18 Marina Boulevard, #28-09 Marina Bay Residences, Singapore 018980	Apartment	One	Apartment	Leased by i-Global Singapore	Approximately \$100,000	Two months remaining on lease with the option of i-Global Singapore to extend by an additional 12 months.

## 11. Litigation

Particulars of any litigation or claims of material importance made against any member of the *group* in the last five (5) years or which is pending or threatened against any member of the *group*, or an appropriate negative statement.

**The Company is not currently, nor has it been previously, involved in any litigation since incorporation.**

**There is no pending or threatened litigation against any of the group companies.**

## 12. Management

- (1) the full name, residential address and description (being his or her qualifications or area of expertise or responsibility) of every *director* or proposed *director* and any *person* who performs an important administrative, management or supervisory function and particulars of the principal functions performed by each of them within the *group* if significant to the *group*;

Name	Address	Description
Koon Lip Choo	515 West Coast Road #10-535, West Coast Pride, Singapore 120515	Executive Chairman and CEO
Ivan Wu	81/208 Adelaide Terrace, East Perth, WA 6004	Non-executive director
Benjamin Donovan	44 Armadale Road, Rivervale, WA 6103	Non-executive director
Teck Lee	202 Pasir Panjang Road, #03- 09 Singapore 118572	Non-executive director

- (2) the nature of any family relationship between the *persons* mentioned in (1);

**There is no family relationship between the persons mentioned in (1) above.**

- (3) a brief account of the business experience of each of these *persons* during the last five (5) years;

**Refer to Section 7.7 of the Prospectus.**

- (4) indicate any other directorships held by each *director* or proposed *director* in any publicly *listed* or traded companies; and

**None.**

- (4) state if any *director* or proposed *director* has, in any jurisdiction, been convicted in any criminal proceeding or has had a bankruptcy petition filed against him or her or any partnership in which he was a partner or any body corporate of which he was a *director* or has been sanctioned or otherwise disciplined by any self regulatory securities association of which he or she is or has been a member or any securities supervisory or regulatory body or any such event is pending.

**None of the directors has, in any jurisdiction, been convicted in any criminal proceeding or has had a bankruptcy petition filed against him or her or any partnership in which he was a partner or any body corporate of which he was a *director* or has been sanctioned or otherwise disciplined by any self regulatory securities association of which he or she is or has been a member or any securities supervisory or regulatory body or any such event is pending.**

## 13. Sponsors, bankers, etc.

- (1) the names and addresses of the *issuer's* sponsor, financial advisers, principal bankers, nominated adviser, share registrar/transfer agent and solicitors; and

**Please refer to the corporate directory in the Prospectus.**

- (2) the name, address and professional qualifications of the *issuer's* auditors.

**Grant Thornton Audit Pty Ltd**

**Level 17, 383 Kent Street**

**Sydney NSW 2000**

#### **14. Statement of non-compliance**

A statement of any requirements of the *Listing Rules* which cannot be met by the applicant and detailed arguments to support any request for a waiver or modification of the normal requirements.

**The Company sought a waiver from NSX Listing Rule 3.12 in relation to restricted securities and was successful in seeking that waiver. We refer to correspondence with the NSX dated 19 January 2017 addressed to Mark McConnell from John Williams.**

**The Company will otherwise meet each of the requirements of the NSX Listing Rules.**

#### **15. Declaration**

A declaration, stated to be to the best of the *issuer's* knowledge, information and belief that:

- (1) save as specified in the application letter, all the qualifications for *listing* set out in Chapter 3 of Section IIA of the *Listing Rules* have, in so far as applicable and required to be met and fulfilled prior to application, been met or fulfilled in relation to the *issuer* and the securities of the *issuer* the subject of the application;
- (2) all information required to be included in the *disclosure document* pursuant to Rule 4.8 and the *Corporations Act* will be included; and
- (3) there are no other facts bearing on the *issuer's* application for *listing* which, in the *issuer's* opinion, should be disclosed to the *Exchange*.

**We declare, to the best of our knowledge, information and belief that:**

- (1) **save as specified in the application letter, all the qualifications for *listing* set out in Chapter 3 of Section IIA of the *Listing Rules* have, in so far as applicable and required to be met and fulfilled prior to application, been met or fulfilled in relation to the *issuer* and the securities of the *issuer* the subject of the application;**
- (2) **all information required to be included in the *disclosure document* pursuant to Rule 4.8 and the *Corporations Act* will be included; and**
- (3) **there are no other facts bearing on the *issuer's* application for *listing* which, in the *issuer's* opinion, should be disclosed to the *Exchange*.**



24 April 2017

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Yours faithfully



**IVAN WU**

**Director**

**I-GLOBAL HOLDINGS LIMITED**