



Date: 19 December 2017

NSX Limited
1 Bligh Street
Sydney NSW 2000

Attn: Mr John Williams

Dear Sir,

RE: PROPOSED COMPLIANCE LISTING ON THE NATIONAL STOCK EXCHANGE OF AUSTRALIA LIMITED
- A2A GN LTD (ACN 621 583 882) ("a2a" or the "Company")

a2a is proposing to apply for the listing of and quotation for all its ordinary fully paid up shares on the National Stock Exchange of Australia Limited.

We set out below the relevant requested information of our Company for your kind consideration:

1. General

(1) the name of the applicant and the date and place of incorporation;

A2A GN LTD (ACN 621 583 882) is a company incorporated in Australia and registered in Queensland on 8 September 2017.

(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 registered office of the Company is located at Level 12, 225, George Street, the Rocks NSW 2000.

(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;

We formally request listing of the Company's fully paid ordinary shares. The 153,532,648 Shares in issue by the Company are fully paid Ordinary Shares ("Shares") having the rights as prescribed by the Constitution of the Company. The holders of

Shares in the Company are entitled to one vote per share in a General Meeting on any matter that can be voted upon by the Shareholders. The holders of Shares have no pre-emptive or other rights to subscribe for additional Shares. Please refer to Section 10.1 of the Prospectus for further information on the rights attaching to the Shares.

- (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. As at the date of this application, the Company has 270 shareholders.

No new capital was raised or available to the Company as a result of this listing. The listing of the Shares may have favourable consequences for the Company's shareholders who may wish to trade their shares through a stock exchange. The Listing of the Shares on the NSX may also provide access to an efficient facility for executing any future transactions in Shares of the Company.

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

<i>Total shares on issue and to be quoted</i>	<i>153,532,648 shares</i>
<i>Estimated market price per share</i>	<i>AUD 0.17</i>
<i>Estimated market capitalization</i>	<i>AUD 26,100,550.16</i>

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

The Company is proposing and seeking for a compliance listing on the NSX. Therefore, no proceeds will be raised from the compliance listing.

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

The Company's securities are not listed 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 share on issue being fully paid ordinary shares. However, it is anticipated that a number of shares will be subject to NSX imposed escrow. Accordingly, for listing purposes, the Company will have effectively have two classes of shares being fully paid ordinary shares and fully paid ordinary shares escrowed for 12 months or 24 months, depending on the relationship of the shareholder to the Company.

- (ii) the number of shares issued;

153,532,648 ordinary shares

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

All Shares have the same voting right. Each Share has one vote.

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

153,532,648 Shares.

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

Please make reference to Section 4.3 of the Prospectus.

- (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.

Name	Shares	%
<i>Saw Leng Yue</i>	<i>49,619,880</i>	<i>32.32</i>
<i>Yee Mun Loo</i>	<i>12,474,300</i>	<i>8.12</i>
<i>Tai Shoo Loo</i>	<i>9,751,196</i>	<i>6.35</i>
<i>Kim Hoon Chee</i>	<i>8,245,050</i>	<i>5.37</i>

- (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.

*A list of shareholders is enclosed as **Appendix 1** of this letter of application.*

3. Securities

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

The Company is proposing to list 153,532,648 fully paid ordinary shares, being all of the shares on issue in the Company.

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 3 and 7 of the Prospectus.

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 Section 7 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 make reference to Section 7 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 5 directors (2 executive and 3 non-executive directors) the Company's subsidiary A2A Global Network Sdn Bhd employs 27 employees.

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.

Subsidiaries Name	Nature of Business	Share capital by classes, amount issued and owned by the holding entity.
A2A Global Network Holdings Sdn Bhd	A holding company which was incorporated to hold 100% of the operating company in conjunction with the listing exercise.	The total issued and fully paid up ordinary shares of A2A Global Network Holdings Sdn Bhd is RM8,773,294 consisting of 8,773,294 ordinary shares. The Company is the holder of 100% of the issued and fully paid-up ordinary shares of A2A Global Network Holdings Sdn Bhd.
A2A Global Network Sdn Bhd	Is the operating business which carries on the retail sale of any kind of products by direct selling or e-commerce platform, data technology solutions and other related services.	The total issued and fully paid-up ordinary shares of A2A Global Network Sdn Bhd is RM8,773,292 consisting of 8,773,292 ordinary shares. A2A Global Network Holdings Sdn Bhd is the holder of 100% of the issued and fully paid-up ordinary shares of A2A Global Network Sdn Bhd.

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.

Neither the Company nor any of its subsidiary companies have declared or paid any dividends since incorporation.

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.

<i>Location</i>	<i>Land Area</i>	<i>No. of Buildings</i>	<i>Aggregate floor area of buildings</i>	<i>Whether Property owned or leased</i>	<i>Total rental paid for each 3 preceding financial years</i>	<i>Term</i>
<i>Block 6-05-01, Level 5, VSQ @ PJ City Centre, Jalan Utara, 46200 Petaling Jaya, Selangor, Malaysia</i>	<i>3,390 sq ft</i>	<i>1</i>	<i>3,390 sq ft</i>	<i>Leased</i>	<i>AUD 29,025¹</i>	<i>2 +2 years</i>
<i>16th floor, T9-Suite O APL Tower, Podomoro City, Jl. Let. Jend. S. Parman, Kav 28, Jakarta 11470</i>	<i>360 sq ft</i>	<i>1</i>	<i>360 sq ft</i>	<i>Leased</i>	<i>N/A²</i>	<i>1 year</i>

Notes:

¹ Total paid for financial year ended 31 December 2016 as the lease only commenced on 5 April 2016.

² Not applicable as the lease only commenced on 1 August 2017.

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.

Neither the Company nor any of its subsidiaries is involved in any pending or threatened litigation or claims in the last 5 years from the date of this letter.

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	Principle Function	Address
<i>Tai Shoo Loo</i>	<i>Non-Executive Chairman</i>	<i>No. 98, Jalan Awan Kecil, Taman Overseas Union, 58200 Kuala Lumpur, Wilayah Persekutuan</i>
<i>Saw Leng Yue</i>	<i>Executive Director, Chief Executive Officer</i>	<i>No. 9, Jalan Seri Jalil, Seri Jalil, Bukit Jalil, 57000 Kuala Lumpur, Wilayah Persekutuan</i>
<i>Yee Mun Loo</i>	<i>Executive Director</i>	<i>No. 98, Jalan Awan Kecil, Taman Overseas Union, 58200 Kuala Lumpur, Wilayah Persekutuan</i>
<i>Chih Chong</i>	<i>Independent Non-Executive Director</i>	<i>7/195 Grange Road, Glen Huntly VIC 3163 Australia</i>
<i>Marten Labo Pudun</i>	<i>Independent Non Executive Director</i>	<i>12A Pardalote St, Glenwood NSW 2768</i>

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

Save as disclose below, there are no other family relationship between the persons mentioned in (1):

- (i) *Tai Shoo Loo is the father of Yee Mun Loo.*

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

Please refer to Section 6.1 of the Prospectus.

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

None of the directors hold any directorships in any publicly listed or traded companies.

- (5) 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 have, in any jurisdiction, been convicted in any criminal proceedings 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 regulated securities association of which he is or has been a member of 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

The Company will seek NSX to waive the requirement to appoint a sponsoring broker.

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

Please refer to the Corporate Directory of the Prospectus.

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.

Other than Listing Rule 2.2 from which the Company is seeking a waiver, the Company will 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:

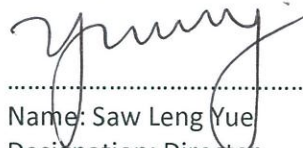
- (1) save as specified in the application letter, all the qualifications for listing set out in Chapter 3 of Section IIA of the Listing Rules have, in so far as applicable and required to be met and fulfilled prior to application, been met or fulfilled in relation to the issuer and the securities of 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.

EXECUTED BY A2A GN LTD

In accordance with Section 127(1) of the Corporations Act 2001 (Cth) by:



.....
Name: Tai Shoo Loo
Designation: Director



.....
Name: Saw Leng Yue
Designation: Director