

# CONVERTIBLE REDEEMABLE PROMISSORY NOTES (ASX:KBCPA)

Keybridge Capital Limited (ASX :KBC)

A.B.N. 16 088 267 190

www.keybridge.com.au

FORMS TO BE RETURNED:

By Mail: Advanced Share Registry  
PO Box 1156, Nedlands WA 6909

By Facsimile: (08) 9262 3723

ENQUIRIES:

Local Telephone: 1300 113 258

Telephone: (08) 9389 8033 or (02) 8096 3502

Email: admin@advancedshare.com.au

THIS FORM IS ONLY VALID WHEN IT IS SIGNED

Name of Holder:	
Address of Holder:	

## EARLY REDEMPTION / CONVERSION FORM

Holders of Convertible Redeemable Promissory Notes (ASX:KBCPA) (CRPN) issued by Keybridge Capital Limited (ASX:KBC) (Keybridge) who have received an EOD Notice issued on 10 September 2019 for the purposes of the CRPN Terms (as amended) (refer overleaf), may request the Redemption or Conversion of their CRPNs within 10 Business Days of the date of the said EOD Notice – **by 5:00pm (Perth time) on Tuesday, 24 September 2019.**

Terms defined in the CRPN Terms have the same meanings when used in this Form (unless expressly stated to the contrary). If you have any questions in relation to the EOD Notice or this Form, please contact your professional advisers. Keybridge is not able to and does not advise you in relation to any and all matters arising from or in connection with the EOD Notice, the CRPN and this Form generally.

PLEASE MARK  ONE BOX ONLY TO INDICATE YOUR REQUEST FOR AN EARLY REDEMPTION OR CONVERSION

**A**  **Full Conversion** I/We wish to convert ALL of my CRPNs into Ordinary Shares.

**B**  **Partial Conversion** I/We wish to convert PART of my CRPNs into Ordinary Shares.  
The balance of my CRPNs (if any) will be retained.

**Please specify the number of CRPNs to convert into Ordinary Shares**  
(as a percentage proportion of all your CRPNs or an absolute number of your CRPNs, up to the maximum number of CRPNs held)

**C**  **Full Redemption** I/We wish to redeem ALL of my CRPNs into cash  
(which is subject to Keybridge's election to convert your CRPNs into Ordinary Shares, in its absolute discretion, under the CRPN Terms)

I/We agree to be bound by the Constitution of Keybridge.

I/We acknowledge that my early Redemption or Conversion (as the case may be), is subject to the CRPN Terms, including the matters set out in the EOD Notice (refer overleaf).

## PLEASE SIGN HERE

This Form *must* be signed in accordance with the Signing Instructions below to enable your request to be accepted and implemented.

<b>Individual or Shareholder 1</b>	<b>Joint Shareholder 2</b>	<b>Joint Shareholder 3</b>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<b>Sole Director and Sole Company Secretary</b>	<b>Director</b>	<b>Director / Company Secretary</b>

(Companies: Please sign in the appropriate place to indicate the office held)

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**Contact Name**

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**Contact Daytime Telephone**

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**Date**

**Email:** -----

### SIGNING INSTRUCTIONS:

**Individual:** Where the holding is in one name, the Holder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the Holders should sign.

**Power of Attorney:** If you are signing under a Power of Attorney, you declare that you have had no notice of revocation of the Power or the death or liquidation of the donor of the Power. A certified copy of the Power of Attorney must accompany this form.

**Companies:** This form must be signed in accordance with the requirements provided under the *Corporations Act 2001* (Cth), either as (a) a Sole Director and Sole Company Secretary OR a Sole Director (if no Company Secretary exists); (b) two Directors; or (c) a Director or a Company Secretary. Please also sign in the appropriate place to indicate the office held.

10 September 2019

Dear CRPN Holder,

**KEYBRIDGE CAPITAL LIMITED (ASX:KBC) -  
CONVERTIBLE REDEEMABLE PROMISSORY NOTES (ASX:KBCPA)  
- EVENT OF DEFAULT NOTICE**

We refer to your holding in Keybridge Capital Limited (**Keybridge**) Convertible Redeemable Promissory Notes (**CRPN**). This document is a notice issued for purposes of the CRPN Terms (as amended) and (without limitation) is an EOD Notice for the purposes of clause 8.1(e) of those CRPN Terms.

Terms defined in the CRPN Terms have the same meanings when used in this notice (unless expressly stated to the contrary).

For the purpose of clause 8.1(e) of the CRPN Terms:

- We advise that the Ordinary Shares in Keybridge are (and have been) suspended from trading on the ASX for more than 20 consecutive Business Days<sup>1</sup>.
- We give notice that the above circumstances are an Event of Default.

By clause 8.1(e) of the CRPN Terms, in the event that a Holder serves written notice on Keybridge within 10 Business Days of the date of this notice requesting the Redemption or Conversion of its CRPN, then Keybridge must (at its election in its absolute discretion, and notwithstanding the preference of the Holder), within 30 Business Days of the date of this EOD Notice (if the Event of Default described above has not, if capable of remedy, been remedied by the relevant time) redeem or convert the CRPN of such Holder.

The Event of Default set out in this EOD Notice is able to be remedied. Accordingly, by clause 8.1(e) of the CRPN Terms, any notice served by a Holder on Keybridge requesting Redemption or Conversion of CRPN will be of no force or effect if the Event of Default has been remedied within 30 Business Days of the date of this notice (being 10 September 2019).

A copy of an Early Redemption/Conversion Request Form will be made available for download by Holders from the Keybridge website shortly: [www.keybridge.com.au](http://www.keybridge.com.au). Alternatively, you may request the Early Redemption/Conversion Request Form from Keybridge via telephone: (08) 9214 9767 or email: [cosec@keybridge.com.au](mailto:cosec@keybridge.com.au).

If you have any questions in relation to this EOD Notice, please contact your professional advisers. Keybridge is not able to and does not advise you in relation to this EOD Notice or the CRPNs generally.

Signed for and on behalf of **Keybridge Capital Limited**,



Victor Ho  
Company Secretary

<sup>1</sup> Refer KBC ASX Announcement dated 16 July 2019: Suspension from Official Quotation