



**ASX RELEASE**

4 February 2015  
Lodged by ASX Online

The Manager  
Company Announcements Office  
ASX Ltd  
Level 4, 20 Bridge Street  
Sydney, NSW 2000

Dear Sir / Madam

**TZ Limited announces Share Purchase Plan to fund further growth**

TZ Limited ("TZ" or the "Company") today announces an offer ("Offer") to eligible shareholders to apply for up to \$15,000 worth of new ordinary shares ("New Shares") in TZ under a Share Purchase Plan ("SPP").

It is expected that the Offer will open on Friday, 6 February 2015 and remain open for subscription until 5.00 pm (Sydney time) on Friday, 27 February 2015.

**Funds raised under the SPP will:**

- enable the Company to fund the delivery of further contract wins in its PAD and IXP businesses;
- allow the Company to expand its tender team in order to execute in response to new tender requests;
- fund the costs of marketing the Company's Day Locker offering which has been successfully launched and deployed in Australia, to existing accountable mail customers in the USA; and
- provide additional working capital.

Mark Bouris, Chairman of the Company commented, "TZ's order book is now growing rapidly and includes some wins from globally recognised corporations. This growth has required the additional capital sought through this SPP in order to fund the delivery of these contracts. Recent successful tender wins and revenue growth means the Company continues to build its working capital reserves out of retained earnings and is now rapidly approaching the point where it is cash flow positive. We are very focussed on delivering returns for shareholders on this capital as we execute on our strategy of being a global technology business."

**The issue price for each New Share under the SPP will be equal to the lower of:**

- a 10% discount to the volume weighted average price over the 5 business days ending on and including the closing date for applications under the SPP, rounded down to the nearest half cent; and
- 12.5 cents (being the same price paid by participants in the Company's most recent share placement completed in December 2014).

There will be no brokerage or other transaction costs payable by shareholders under the Offer.

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### Application amounts and eligibility

Eligible shareholders will be able to choose the amount they subscribe for New Shares under the SPP, from either \$1,000 \$2,500, \$5,000, \$7,500, \$10,000, \$12,500 or \$15,000 worth of New Shares.

Participation in the SPP will be open to all registered ordinary shareholders of TZ as at 7.00pm (Sydney time) on Tuesday, 3 February 2015 and whose registered address is in Australia or New Zealand. It is not possible for holders of TZ shares with registered addresses in other jurisdictions to participate in the SPP.

**The indicative timetable for the Offer is as follows (dates are subject to change):**

<b>Event</b>	<b>Date</b>
Despatch SPP documentation to shareholders and Offer opens	6 February 2015
Closing date for the SPP	5.00 pm (Sydney time), 27 February 2015
Issue New Shares	6 March 2015
Despatch allotment confirmations of New Shares	6 March 2015
Quotation of New Shares on ASX	9 March 2015

### Other information

There is no minimum or maximum amount to be raised under this Offer. The Board may decide to issue to any person fewer New Shares than that person applied for under the SPP. This will be by way of a scale back mechanism which will be announced if necessary.

Shareholders are encouraged to consider the Offer carefully and to obtain their own financial advice in relation to the Offer before applying for New Shares.

TZ has appointed Morgans as Lead Manager to the SPP.

A broker handling fee of 2.0% of the subscription amount (plus GST) is being offered to ASX market participants on successful applications, subject to the certain conditions. More information on the broker handling fee is provided in the SPP Offer Terms and Conditions which has been released simultaneously with this ASX Announcement.

Yours faithfully  
TZ LIMITED

A handwritten signature in black ink that reads 'Mark Bouris'.

MARK BOURIS  
Executive Chairman

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