

Crowd Mobile (ASX: CM8 & FWB-XETRA: CM3)

17 September 2015

Crowd Mobile announces fully underwritten rights issue to raise circa \$12.8 million

Crowd Mobile Limited (**Crowd Mobile** or the **Company**) is pleased to announce that it is undertaking a pro-rata fully Underwritten Non-renounceable Rights Issue (**Offer** or **Rights Issue**).

Key highlights of the Rights Issue:

- **Fully Underwritten Non-renounceable Rights Issue to raise circa \$12.8 million**
- **Rights issue on a 3:5 basis at an issue price of \$0.25 per share**
- **Commitments received from institutional and high net worth investors**
- **All directors and senior management commit \$1.77 million in sub-underwriting**
- **Funds raised will contribute towards completing the Track Holdings acquisition**

The Offer is fully Underwritten and **DJ Carmichael** Pty Ltd is acting as Lead Manager and Underwriter for the Rights Issue. Funds raised from the Offer will be used to fund the acquisition of 100% of the share capital in Netherlands based m-payments company Track Holdings B.V. (**Track**), as announced to the market on 10 June 2015 (**Track Acquisition**). The Offer is conditional upon the successful completion of the Track Acquisition.

Commenting on the Rights Issue, Crowd Mobile CEO Mr Domenic Carosa said:

“The fully Underwritten Rights Issue we are launching today will enable Crowd Mobile to complete the Track Acquisition. In addition, it also provides the Company with the flexibility to fully capitalise on the future growth opportunities of the combined group and positions Crowd Mobile as a leading m-payments organisation globally.

“We are very pleased to have DJ Carmichael fully underwriting the offer, as well as having all Directors and senior management of Crowd Mobile committed to sub-underwriting \$1.77 million of the offer. This level of support is very encouraging and, we believe, reflects the growth prospects for the Crowd Mobile group.

“The Board has taken a conscious decision to minimise dilution to existing shareholders. As such, a rights issue was favoured over a share placement as this allows supportive shareholders to participate in the future growth of the business.

“We are very excited about completing the Track Acquisition and integrating the businesses. The acquisition will provide strong revenue and earnings growth for Crowd Mobile, as well as extending the Company’s global m-payments reach to over 160 telcos and opening up new markets, leaving the Company very well placed to leverage the global mobile economy mega trend.”

The Rights Issue will raise approximately \$12.8 million before costs and the new shares will rank equally with shares currently on issue. All shareholders are encouraged to take part in the Rights Issue. The Rights Issue is fully underwritten by DJ Carmichael. The Offer Document including an Entitlement and Acceptance Form will be mailed to shareholders on Friday 25 September 2015.

Indicative timetable

EVENT	DATE (2015)
Announcement of the Offer	Pre-market Thursday 17 September
Lodgement of the following documents with ASX: <ul style="list-style-type: none"> • an Appendix 3B; • this Offer Document; and • a cleansing notice under section 708AA(2)(f) of the Corporations Act. 	Pre-market Thursday 17 September
Letter sent to Option holders	Thursday 17 September
Notice sent to Shareholders containing ASX Appendix 3B details and indicative timetable	Friday 18 September
“Ex” date where the Company’s existing shares will commence trading without the entitlement to participate in the Offer	Monday 21 September
Record date to determine Entitlements under the Offer	7.00pm (Melbourne time) Wednesday 23 September
Opening Date for the Rights Issue	Friday 25 September
Mailing of Offer Document and Entitlement and Acceptance Form to Eligible Shareholders	
Last day to extend Rights Issue Closing Date	Friday 2 October
Closing Date for the Rights Issue	5.00pm (Melbourne) Thursday 8 October
Shares quoted on a deferred settlement basis	Friday 9 October
ASX notified of under subscriptions	Monday 12 October
New Shares for which valid applications have been received and accepted by the Company will be issued	Wednesday 14 October
Deferred settlement trading ends	Wednesday 14 October
Normal trading of New Shares on ASX expected to commence	Thursday 15 October
Mail out of holding statements for the New Shares	Wednesday 21 October
Deadline for Shortfall Placement	Friday 8 January 2016

* Dates and times are indicative only and subject to change without notice.

*Detailed information regarding the Rights Issue will be sent to shareholders in accordance with the timetable above.

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