

## ASX RELEASE

**3 December 2015**

### Pre-quotations disclosure

Over the Wire Holdings Limited (**Over the Wire** or the **Company**) initial public offer made under the prospectus dated 3 November 2015 (**Prospectus**) closed successfully on 25 November 2015, with the offer being subscribed to the maximum subscription. Over the Wire has 43,500,000 shares on issue following the Offer.

Quotation of 43,500,000 of Over the Wire's shares is expected to occur at 10.30am (Sydney time) on 3 December 2015 (ASX code: OTW).

All refund amounts incurred as a result of oversubscriptions have now been issued.

### Shares subject to escrow arrangements

Details of the shares subject to voluntary escrow arrangements are as follows:

Type of escrow	Number of shares	Escrow period
Voluntary	48,000	3 year from the date of issue
	15,862,485	Until the day of release of Over the Wire's financial results for the year ended 30 June 2016
	15,862,488	Until the day of release of Over the Wire's financial results for the year ended 30 June 2017
	1,727,027	1 year from the date of issue
<b>Total</b>	<b>33,500,000</b>	

### Acquisition of Faktortel Holdings Pty Ltd

In accordance with the terms of the share sale agreement entered into between the Company and Faktortel Holdings Pty Ltd on 28 July 2015, as described at section 8.13 of the Prospectus, 1,374,081 ordinary shares have now been issued to the vendors. As noted above, these shares are subject to voluntary escrow restrictions for a period of 12 months.

Payment of the cash consideration for the acquisition is expected to take place in accordance with the timeframes set out in the Prospectus.

## **Acquisition of Sanity Holdings Pty Ltd**

The Company's acquisition of Sanity Holdings Pty Ltd (**Sanity**), as described at section 8.14 of the Prospectus, completed on 30 November 2015.

In accordance with the terms of the share sale agreement entered into between the Company and Sanity, 352,946 ordinary shares have now been issued to the vendor. As noted above, these shares are subject to voluntary escrow restrictions for a period of 12 months.

Payment of the cash consideration (including the deferred consideration) for the acquisition is expected to take place in accordance with the timeframes set out in the Prospectus.

Yours sincerely



**John Puttick**  
**Chairman**  
**Over the Wire Holdings Limited**