

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Fastbrick Robotics Limited

ABN

58 090 000 276

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|--|
| 1 | +Class of +securities issued or to be issued | (i) Subscriber Option (Caterpillar Option)
(ii) Unlisted Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (i) 1 (subject to conversion formula disclosed in the Shareholder General Meeting held on 29 August 2018 – refer Attachment 1)
(ii) Issue of 300,000 Unlisted options |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | (i) Subscriber Option – the principal terms of the Subscriber Option (including the exercise price, expiry date and formula for calculating the number of shares to be issued on exercise of the Subscriber Option) are contained in Attachment 1.
(ii) Unlisted option, \$0.325 exercise price expiring 5 September 2021 |

+ See chapter 19 for defined terms.

4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>(i) No – the Subscriber Option will be unlisted. Upon conversion of the Subscriber Option, new Shares issued will rank equally in all respects with existing Shares.</p> <p>(ii) No - Upon conversion of the Unlisted Options, new Shares issued will rank equally in all respects with existing Shares.</p>
5	Issue price or consideration	<p>(i) Nil – see Attachment 1 for details of exercise price</p> <p>(ii) Nil</p>
6	<p>Purpose of the issue</p> <p>(If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(i) Subscriber Option issued pursuant to the extension of the Memorandum of Understanding announced to the ASX on 2 July 2018.</p> <p>(ii) Employee Incentive Plan</p>
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	Yes
6b	The date the security holder resolution under rule 7.1A was passed	27 November 2017
6c	Number of +securities issued without security holder approval under rule 7.1	NA
6d	Number of +securities issued with security holder approval under rule 7.1A	NA

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Not applicable	
6f	Number of +securities issued under an exception in rule 7.2	Not applicable	
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	Not applicable	
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Refer Annexure 1, Part 2	
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	6 September 2018	
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		1,061,197,577	ORD

+ See chapter 19 for defined terms.

9 Number and ⁺class of all ⁺securities not quoted on ASX (including the ⁺securities in section 2 if applicable)

Number	⁺ Class
499,999,998	Performance Shares, vesting is subject to satisfying milestone hurdles. Split into class A, B & C
1,687,500	Unlisted options, \$0.02, expiring 12-November-2019
1,351,250	Unlisted options, \$0.08, expiring 18-September-2018
5,666,664	Class C Performance Milestones expiring 10-December-2019
6,625,000	Performance Rights 30-September-2018
6,625,000	Performance Rights 12-November-2018
10,000,000	Incentive Options, Split into class A, B, C & D
5,200,000	Performance rights Split into class A, B & C
6,750,000	Employee Incentive Options 30 cents, expiring 14-March-2021
3,750,000	Employee Incentive Options 30 cents, expiring 11-May-2021
300,000	Employee Incentive Options 32.5 cents, expiring 11-May-2021
300,000	Employee Incentive Options 32.5 cents, expiring 5-September-2021
4,000,000	Employee Incentive Options 30 cents, expiring 20-July-2021
1,500,000	Employee Incentive Options 30 cents, expiring 12-August-2021
500,000	Retention Performance Rights 1-August-2019
500,000	Retention Performance Rights 1-August-2020
1	Subscriber Option

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable
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Part 2 - Pro rata issue

11	Is security holder approval required?	Not applicable
12	Is the issue renounceable or non-renounceable?	Not applicable
13	Ratio in which the ⁺ securities will be offered	Not applicable
14	⁺ Class of ⁺ securities to which the offer relates	Not applicable
15	⁺ Record date to determine entitlements	Not applicable
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Not applicable
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not applicable
19	Closing date for receipt of acceptances or renunciations	Not applicable

+ See chapter 19 for defined terms.

20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	Not applicable
25	If the issue is contingent on security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	Not applicable
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
30	How do security holders sell their entitlements <i>in full</i> through a broker?	Not applicable
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable

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32 How do security holders dispose of their entitlements (except by sale through a broker)? Not applicable

33 ⁺Issue date Not applicable

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of ⁺securities
(tick one)

(a) ☒ ⁺Securities described in Part 1

(b) ☐ All other ⁺securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☐ If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders

36 ☐ If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories

1 - 1,000

1,001 - 5,000

5,001 - 10,000

10,001 - 100,000

100,001 and over

37 ☐ A copy of any trust deed for the additional ⁺securities

⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of +securities for which +quotation is sought		
39	+Class of +securities for which quotation is sought		
40	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 		
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another +security, clearly identify that other +security)</p>		
42	Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	Number	+Class

+ See chapter 19 for defined terms.

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Aidan Flynn
CFO & Company Secretary
6 September 2018

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	797,179,965
Add the following: <ul style="list-style-type: none">• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval• Number of partly paid +ordinary securities that became fully paid in that 12 month period Note: <ul style="list-style-type: none">• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i>• <i>It may be useful to set out issues of securities on different dates as separate line items</i>	79,807,086
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	nil
“A”	876,987,051

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	131,548,058
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> Under an exception in rule 7.2 Under rule 7.1A With security holder approval under rule 7.1 or rule 7.4 Note: <ul style="list-style-type: none"> <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	99,857,946
“C”	99,857,946
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	131,548,058
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	99,857,946
Total [“A” x 0.15] – “C”	31,690,112 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	876,987,051
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	87,698,705
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	NIL
“E”	NIL

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	87,698,705
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	0
Total [“A” x 0.10] – “E”	87,698,705 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.

Attachment 1

Terms and Conditions of Subscriber Option

The terms and conditions of the Subscriber Option are as follows:

1. Entitlement

The Subscriber Option entitles the Subscriber (or its nominee) to subscribe for the number of Conversion Shares calculated in accordance with the formula below upon exercise of the Subscriber Option.

The number of Conversion Shares will be the lesser of the following:

- (a) the number of Shares calculated as follows (rounded up to the nearest whole number):

$$\frac{10,000,000 \times B}{C};$$

and

- (b) 130,954,187,

where:

B = the USD/AUD exchange rate (price of USD\$1 in AUD) on the website of the Reserve Bank of Australia on the date before the issue of the Conversion Shares; and

C = the price per Conversion Share (in AUD) at which the Subscriber Option is convertible, being \$0.24.

2. Exercise Price and Expiry Date

The amount payable upon exercise of the Subscriber Option will be \$0.24 per Conversion Share (**Exercise Price**).

The Subscriber Option will expire at 5.00pm (AWST) on 31 January 2019 (**Expiry Date**). If the Subscriber Option is not exercised before 5.00pm (AWST) on the Expiry Date it will automatically lapse at that time (and thereafter be incapable of exercise).

3. Exercise Period

The Subscriber Option is exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

4. Exercise of Subscriber Option

The Subscriber Option may be exercised by the Subscriber:

+ See chapter 19 for defined terms.

- (a) delivering to the Company a notice during the Exercise Period; and
- (b) paying to the Company by immediately available funds an amount equal to the Exercise Price multiplied by the number of Conversion Shares that are calculated in accordance with the formula in item 1 above (**Conversion Subscription Price**).

5. Timing of issue of Conversion Shares on exercise

The Company must within 20 Business Days of the receipt by it of a valid exercise notice and associated receipt by the Company of the Conversion Subscription Price:

- (a) issue and allot to the Subscriber (or its nominee) the Conversion Shares; and
- (b) issue, or cause to be issued, to the Subscriber a holding statement for the issue and allotment of the Conversion Shares.

6. Quotation of Conversion Shares on exercise

Application will be made by the Company to ASX for quotation of the Conversion Shares issued upon exercise of the Subscriber Option as soon as practicable, and in any event within 2 Business Days, after issuing the Conversion Shares.

7. Form and ranking of Conversion Shares

The Conversion Shares issued pursuant to the exercise of the Subscriber Option will be issued as fully paid and will rank equally in all respects with all other Shares then on issue.

8. Tradability

To ensure that the Conversion Shares can be freely traded, the Company will within 5 Business Days after the day on which the Conversion Shares were issued upon the exercise of the Subscriber Option, lodge a notice with ASX under section 708A(5) of the Corporations Act.

9. Participation in new issues

The Subscriber Option does not confer any right on the Subscriber (or its nominee) to participate in a new issue without exercising the Subscriber Option. However, the Subscriber will be entitled to participate in any rights issue on the same terms and conditions as applicable to the other offerees or Shareholders provided that the Subscriber has exercised the Subscriber Option prior to the record date for the relevant offer. The Company will give the Subscriber notice of the proposed issue prior to the date for determining entitlements to participate in any such issue.

+ See chapter 19 for defined terms.

10. Adjustment for bonus of issues of Shares

If the Company makes a bonus issue of Shares or other securities to existing Shareholders:

- (a) the number of Conversion Shares which must be issued on the exercise of the Subscriber Option will be increased by the number of Conversion Shares which the Subscriber would have received if the Subscriber had exercised the Subscriber Option before the record date for the bonus issue; and
- (b) no change will be made to the Exercise Price.

11. Adjustments for reorganisation

If, before exercise or expiry of the Subscriber Option, there is any reorganisation of the issued share capital of the Company, the Subscriber Option and the rights of the Subscriber as holder of the Subscriber Option will be changed to the extent necessary to comply with the Listing Rules which apply to a reorganisation of capital at the time of the reorganisation and otherwise on the basis that the Subscriber is neither disadvantaged or advantaged by the reorganisation.

12. Subscriber Option not quoted

The Company will not apply to ASX for quotation of the Subscriber Option.

13. Subscriber Option not transferable

The Subscriber Option is not transferable.

+ See chapter 19 for defined terms.