

# 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

Cash Converters International Limited (**Cash Converters**)

ABN

39 069 141 546

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  | Fully paid ordinary shares ( <b>Shares</b> )   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <p>Cash Converters proposes to issue approximately 123,287,397 new Shares pursuant to the terms of the pro-rata non-renounceable entitlement offer announced by Cash Converters on 30 May 2018 (<b>Entitlement Offer</b>).</p> <p>The Entitlement Offer is underwritten as to approximately \$21 million by the Lead Manager (as defined below).</p> <p>EZCORP Inc., Cash Converters' largest shareholder, has committed to take up its full pro-rata entitlement under the Entitlement Offer totalling approximately 39,138,120 new Shares with a value of approximately \$12.5 million, and to apply for up to a further approximately 18,493,108 new Shares with a value of approximately \$6 million either through the oversubscription</p> |

facility, which will be available to eligible shareholders, or through an application for shortfall securities (or a combination of both) (**EZCORP Pre-Commitment**).

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)

The new Shares issued under the Entitlement Offer will be on the same terms as existing Shares on issue.

4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- 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

The new Shares issued under the Entitlement Offer will be on the same terms as existing Shares on issue and will rank equally in all respects with those existing Shares from the issue date.

5 Issue price or consideration

\$0.32 per new Share

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)

As described in the ASX Announcement and Investor Presentation lodged with the ASX on 30 May 2018, the proceeds received from the issue of the new Shares under the Entitlement Offer, together with Cash Converters' existing cash balance, will be used to repay the FIIG bond.

6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?

Not applicable

If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and

+ See chapter 19 for defined terms.

	comply with section 6i					
6b	The date the security holder resolution under rule 7.1A was passed	Not applicable				
6c	Number of +securities issued without security holder approval under rule 7.1	Not applicable				
6d	Number of +securities issued with security holder approval under rule 7.1A	Not applicable				
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	Not applicable				
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.	The proposed issue date for the Entitlement Offer is 26 June 2018.				
8	Number and +class of all	<table border="1"> <tr> <td>Number</td> <td>+Class</td> </tr> <tr> <td>After completion of</td> <td>Shares</td> </tr> </table>	Number	+Class	After completion of	Shares
Number	+Class					
After completion of	Shares					

+securities quoted on ASX (including the +securities in section 2 if applicable)	the Entitlement Offer, approximately 616,436,987 Shares
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	Number	+Class
9	6,194,448	Performance rights expiring 30 June 2018, exercisable at \$0.00
	6,458,766	Performance rights expiring 30 June 2019, exercisable at \$0.00
	3,461,288	Performance rights expiring 30 June 2020, exercisable at \$0.00

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Shares issued under the Entitlement Offer will have the same dividend rights as existing Shares.
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## Part 2 - Pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the +securities will be offered	1 new Share for every 4 Shares held at the Record Date (as defined in item 15 below) for the Entitlement Offer.
14	+Class of +securities to which the offer relates	Shares
15	+Record date to determine entitlements	5.00pm (Perth time) / 7.00pm (AEST), Monday, 4 June 2018
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Yes

+ See chapter 19 for defined terms.

17	Policy for deciding entitlements in relation to fractions	Any fractions arising in the calculation of the entitlements will be rounded up to the nearest whole number of new Shares.
18	Names of countries in which the entity has security holders who will not be sent new offer documents	For institutional shareholders, all countries other than Australia, New Zealand, Hong Kong, Singapore, United States, United Kingdom or any other jurisdiction agreed between Cash Converters and the Lead Manager.
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	For retail shareholders, all countries other than Australia and New Zealand.
19	Closing date for receipt of acceptances or renunciations	5.00pm (Perth time) / 7.00pm (AEST), Monday, 18 June 2018
20	Names of any underwriters	Hartleys Limited ACN 104 195 057 ( <b>Lead Manager</b> ), except in relation to the EZCORP Pre-Commitment.
21	Amount of any underwriting fee or commission	A lead manager fee of 4.75% of the proceeds received under the Entitlement Offer (excluding the proceeds received under the EZCORP Pre-Commitment) and, at Cash Converters' discretion, an incentive fee of 0.5% of the proceeds received under the Entitlement Offer (excluding the proceeds received under the EZCORP Pre-Commitment).
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	No prospectus or other disclosure document is being prepared in connection with the Entitlement Offer. An Entitlement Offer Booklet and the Entitlement and Acceptance Form will be sent to eligible shareholders in connection with the Entitlement Offer on or around 5 June 2018.
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
32	How do security holders dispose of their entitlements (except by sale through a broker)?	Not applicable
33	+Issue date	The proposed issue date for the Entitlement Offer is 26 June 2018.

### 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

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+ See chapter 19 for defined terms.

(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

### 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 Do the <sup>+</sup>securities rank equally in all respects from the <sup>+</sup>issue date with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?

If the additional <sup>+</sup>securities do not rank equally, please state:

- 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

Not applicable

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another <sup>+</sup>security, clearly identify that other <sup>+</sup>security)

Not applicable

	Number	<sup>+</sup> Class
42 Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the <sup>+</sup> securities in clause 38)	Not applicable	Not applicable

+ 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.



Sign here: .....  
Company secretary

Date: 30 May 2018

Print name: Brad Edwards

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+ See chapter 19 for defined terms.