



# Market Announcement

5 December 2019

## Tyro Payments Limited (ASX: TYR) – Admission and Commencement of Official Quotation – Conditional Trading and Deferred Settlement Trading

### Description

It is anticipated that Tyro Payments Limited ('TYR') will be admitted to the Official List of ASX Limited ('ASX') on the afternoon of Thursday, 5 December 2019 or on the morning of Friday, 6 December 2019.

Official quotation of TYR's ordinary fully paid shares is expected to commence at 12:00 PM (AEDT) on Friday, 6 December 2019 on a **conditional and deferred settlement basis**.

Under TYR's prospectus dated 18 November 2019 (the 'Prospectus'), TYR is expected to raise approximately \$287.2 million by the issue and transfer of 104,456,329 ordinary fully paid shares at \$2.75 per share.

### Quotation information

<b>Quoted Securities:</b>	496,649,211 fully paid ordinary shares
<b>ASX Code:</b>	TYR
<b>Time:</b>	12:00 PM (AEDT)
<b>Date:</b>	Friday, 6 December 2019
<b>ASX Trade Abbreviation:</b>	Tyro Pay
<b>ISIN:</b>	AU0000066508
<b>Home Branch:</b>	Sydney
<b>Industry Classification:</b>	Pending
<b>Registered Office:</b>	Address: Level 1, 155 Clarence Street, Sydney NSW 2000 Phone: (02) 8907 1700 Email: cosec@tyro.com
<b>Company Secretary:</b>	Sami Richard Edward Wilson
<b>Share Registry:</b>	Link Market Services Address: 680 George St, Sydney NSW 2000 Phone: +61 2 8280 7100 Email: registrars@linkmarketservices.com.au
<b>Balance Date:</b>	30 June
<b>CHESS:</b>	Participating. CHESS and Issuer Sponsored.
<b>Place of Incorporation:</b>	New South Wales
<b>Dividend Policy:</b>	See section 4.11 of TYR 's Prospectus
<b>Activities:</b>	Provider of EFTPOS payments solutions, small business loans and banking products to Australian businesses

<b>Lead Manager:</b>	J.P. Morgan Securities Australia Limited and Morgan Stanley Securities Australia Limited
<b>Underwriter:</b>	NA
<b>ASX Restricted Securities:</b>	NA
<b>Other Securities Not Quoted:</b>	5,426,186 performance rights 21,964,272 options exercisable between \$0.375 and \$1.76 expiring between 17 October 2020 and 22 July 2024 2,311,889 options exercisable at Nil expiring between 30 December 2024 and 25 June 2025 1,511,918 options exercisable at Nil expiring 31 August 2025 6,154,423 options exercisable at \$1.50 expiring 30 April 2026 7,822,596 options exercisable at \$1.79 expiring 30 September 2026 2,625,000 options exercisable at \$0.08 expiring 17 December 2020

### Conditional and deferred settlement trading

TYR has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by TYR are (i) settlement occurring under the Offer Management Agreement (as defined in the Prospectus); and (ii) the issue and transfer of shares to successful applicants under the Offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in TYR's shares. TYR's shares will commence trading on a conditional and deferred settlement basis at 12:00 PM (AEDT) on Friday, 6 December 2019.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of TYR's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Reference Point Master List.

TYR is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market announcement when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Market Announcement to Participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met prior to trading commencing on Wednesday, 11 December 2019. TYR has agreed to send holding statements on Thursday, 12 December 2019, which will mean that the first settlement date will be Tuesday, 17 December 2019.

### Contract notes for conditional sales and purchases

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in TYR's shares.

*"This contract is conditional upon notification being received by ASX by close of business on Friday, 20 December 2019 that the conditions for the conditional market have been fulfilled. If the conditions are*

*not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."*

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

### Indicative key dates

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied prior to trading commencing on Wednesday, 11 December 2019. If the conditions are not fulfilled by the close of business on Friday, 20 December 2019, shares will not be issued and transferred and all conditional trades that have occurred since Friday, 6 December 2019 will be cancelled.

If the conditions are not satisfied prior to trading commencing on Wednesday, 11 December 2019, but are satisfied prior to the close of business on Friday, 20 December 2019, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Friday, 6 December 2019	TYR admitted to the Official List of ASX Commencement of Official Quotation on a conditional and deferred settlement basis –12:00 PM (ASX: TYR)
Tuesday, 10 December 2019	Settlement of the Offer Last day of conditional trading
Wednesday, 11 December 2019	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open - by 9.30am AEDT) Trading to commence on a deferred settlement basis only (ASX: TYR)
Thursday, 12 December 2019	Holding statements sent to successful applicants Last day of trading on a deferred settlement basis
Friday, 13 December 2019	First day of trading on a normal (T+2) basis (ASX: TYR)

### Instructions

For further details, please refer to the Prospectus.

### Need more information?

For further information, please call the Offer Information Line on 1800 883 072 (within Australia) from 8:30am to 5:30pm (Sydney Time) Monday to Friday (excluding public holidays).

### Disclaimer

Please refer to the following [disclaimer](#).

### Issued by

**Andrew Black**  
Manager, Listings Compliance (Sydney)