

About PrimaryMarkets



**PRIMARY
MARKETS**[®]
.com

Executive Summary

The screenshot shows the PrimaryMarkets.com website. The header includes the logo, navigation links (HOME, CURRENT OFFERINGS, MEMBER TYPES, SERVICES, RESOURCES, REGISTER, LOGIN), and a search bar. The main banner features the text "Global Independent Marketplace for Unlisted Assets" with a button "EXPLORE CURRENT OFFERINGS". Below this is a "Featured Assets" section with three cards: "USA ENTERTAINMENT AND TALENT MEDIA APP - EXISTING SHARES", "SYDNEY'S MOST SUCCESSFUL ON-DEMAND ALCOHOL DELIVERY COMPANY - FIRST EXTERNAL ROUND - EXPANSION CAPITAL", and "BOTTLED WATER COMPANY - GROWTH ROUND RAISING". A "Vital Statistics - since Feb 2016" section displays four metrics: 735 opportunities reviewed, 147 opportunities listed, \$30M+ total securities traded, and 26000+ investor network database. The bottom section is "Webinars" with four cards: "Wine Exchange", "Australian Retail Property Trust", "Oyster Farming & Export", and "Greenfield Diesel Refinery".

A Global, Independent Marketplace for Unlisted Assets

- A platform for individual **Sellers** to find liquidity
- A platform for individual **Buyers** to invest in rarely available opportunities
- A platform for **Intermediaries** that enhances deal flow to their networks and share in commissions for transactions completed with PrimaryMarkets
- A platform for **unlisted companies** to raise capital
- A solution for unlisted companies and funds through the provision and management of a **secondary trading** hub or ecosystem for their securities
- Creating **operational efficiencies** for the marketing and transacting of unlisted, off-market assets as we evolve to the Unlisted.Exchange.

PrimaryMarkets.com – 5 Pillar Investment coverage

PrimaryMarkets spans the entire Unlisted asset spectrum but emphasises services to:

- Securities – Unlisted share trading including our most recent transaction of ~A\$15.5M in existing founder/employee shares of Tyro Payments Limited (unlisted EV A\$500M) to a small group of sophisticated and professional investors.
- Funds – secondary unit trading including recent and ongoing transactions of units in unlisted BlackWall Property Funds (13 unlisted funds – portfolio value >A\$600M).

SECURITIES	FUNDS	FIXED INCOME	COMMERCIAL	DIRECT ASSETS
<ul style="list-style-type: none"> • Unlisted & Listed • Company Start-Ups • Established Companies • Pre-IPO/Grey Market • Options & Warrants • Employee Share/Option Schemes • Unissued Securities 	<ul style="list-style-type: none"> • Managed • Property • Infrastructure • Hedge • CrowdFunding 	<ul style="list-style-type: none"> • Bonds & Convertible Notes • Debt Obligations • Creditor/Bankruptcy Claims • Peer-to-Peer Lending 	<ul style="list-style-type: none"> • Distressed & Under Administration • Mergers & Acquisitions • Private Tender Offers • Farm-In/Joint Ventures 	<ul style="list-style-type: none"> • Trusts & Syndicates • Real Property Interests • Agribusiness • Infrastructure • Renewable & Natural Resources • Commodity & Carbon Trading • Mining/Oil & Gas tenements • IP & Royalty Streams • Miscellaneous

PrimaryMarkets – FAQs

Why are private liquidity events for Unlisted Companies becoming the ‘norm’?

Unlisted companies can come under pressure from founding/early stage investors and employees to provide liquidity events as they grow.

Secondary share trading solutions now form part of Company strategy to provide access to liquidity for a portion of shareholdings.

What are the advantages of a private liquidity event with PrimaryMarkets?

A Company, when working with PrimaryMarkets, has overall control of the process whilst addressing the needs of existing shareholders.

The Company can enforce share trading conditions as stipulated in the Company’s shareholder agreement. The Company can also create other transaction rules for the sales – timing, number of shares sold, information disclosed, who gains access to the data and sales process, minimum buy size and other specific Company requirements.

How does a private liquidity event affect valuation?

Typically, secondary securities trading does not affect Company valuations because the percentage of the cap and distribution table being transacted is usually small, represents one data point and is rationally interpreted by savvy investors as a liquidity point for early stage investors.

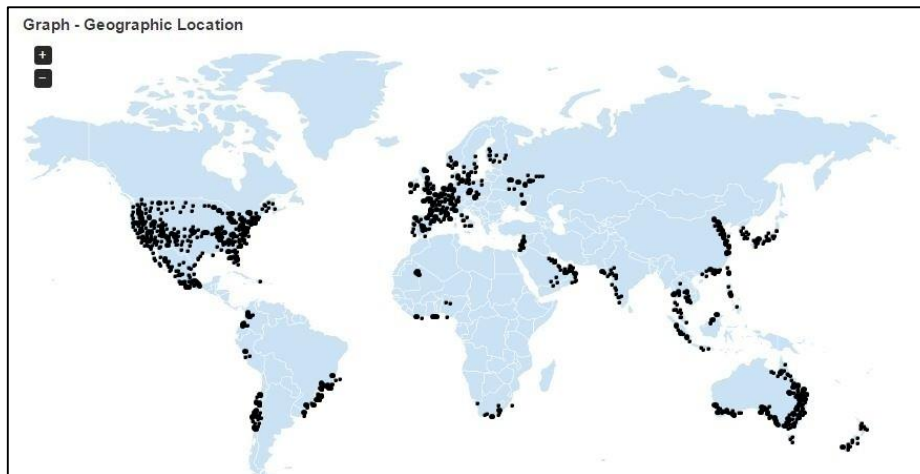
What is ‘Liquidity Premium’?

When the liquidity premium is high, the asset is said to be illiquid, and investors demand additional compensation for the added risk of investing their assets over a longer period of time since valuations can fluctuate with market effects. With PrimaryMarkets’ liquidity services, ‘healthy markets’ are enhanced by more accurate pricing and focus to the operating performance of the underlying unlisted investment rather than timing risks to return of capital.

PrimaryMarkets.com – Platform statistics (into our 2nd Year)

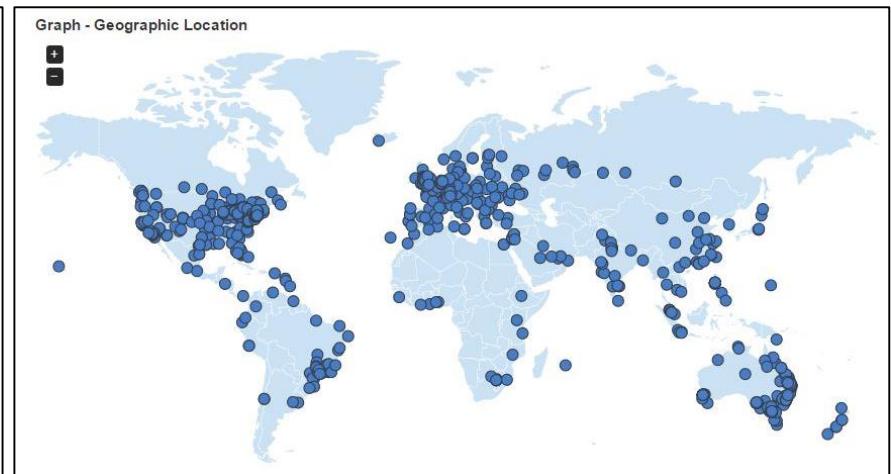
- Members/Followers 26,000+ (65% Australian: 35% overseas)
- Member/Followers locations 119 countries
- Opportunities reviewed 730+
- Opportunities listed 170+
- Value of Listings on Platform A\$720M+
- Number of Transactions Completed 150+
- Origin of Listings Australia, NZ, Canada, USA, Germany, Malaysia, Singapore, Hong Kong & UK
- Average unique visitors per day 250+

Location of Members/Followers



* 25 February 2016 to 16th August 2017

Location of Website Visitors



PrimaryMarkets – Team

PrimaryMarkets encompasses team members rich in experience and focus:

- Dedicated Manager and operations team for liquidity events
- Dedicated Ecosystem Manager for Planet Innovation’s Ecosystem
- Coordinated bookbuild, sales, consideration and transfer documentation processes
- PM Board and team have extensive experience in ‘grey market’ secondary security trading
- PM to work collaboratively with the Company’s team to minimise disruption and streamline transaction processes

PRIMARYMARKETS BOARD AND SENIOR MANAGEMENT

Nicholas Capp, MSM (Stanford)	CEO/MD	Ex-multinational divisional head (Linfox), Strategic Advisor to Telstra & Aust. Rugby Union Foundation
Gavin Solomon, FAICD	Executive Director	Executive Chairman Helmsec Global Capital Pty Limited Non-Executive Director Bradman Foundation
James Green, FAICD	Managing Director Advisory	Former Head of M&A Advisory at Patersons Securities, Head of Corporate Finance at Austock (Phillip Capital) and Executive Director KPMG Corporate Finance
Kevin Shen	Director Corporate Development	Former Associate Director at Babson Capital– mezzanine and private credit funds Investec Wentworth Private Equity, Macquarie (infrastructure funds)
Philip H Reicherz	Non-Executive Director (designate)	Former Founding Partner SecondMarket Inc. North American Representative of PrimaryMarkets
Peter Curry	Non-Executive Director	Former Macquarie Bank Executive Director and Deputy MD of Stockbroking, ex ASX Disciplinary Tribunal Member.
Brett Spork	Non-Executive Chairman	Former CEO of E*Trade Australia, ex Director Macquarie Bank Financial Services, Aust. Stockbroking “ Hall of Fame”

Contact details

About Us

PrimaryMarkets delivers liquidity for Unlisted Securities and Investments. PrimaryMarkets is led by a highly-professional Board and Management with strong marketplace experience and is an unlisted Australian public Issuer with a diverse shareholding of institutional, professional and wholesale/sophisticated investors. PrimaryMarkets has an ever growing base of Sellers, Buyers and Intermediaries. PrimaryMarkets offers solutions for global Sellers and Buyers with investments being located in most worldwide jurisdictions.

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