

# Information Form and Checklist

## Annexure 2 (Entities that have a Primary Listing on the NZX Main Board)

Name of entity

ABN/ACN/ARBN/ARSN

TRUSCREEN GROUP LIMITED

644 098 760

**This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.**

*Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".*

N<sup>o</sup> Item

Location/Confirmation

### All entities

- |   |   |
|---|---|
| <p>1. For each director or proposed director, the CEO or proposed CEO, and the CFO or proposed CFO (together, "relevant officers") of the entity at the date of listing,<sup>1</sup> a list of the countries in which they have resided over the past 10 years (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)<sup>2</sup></p>  | <p>Anthony Ho – Australia<br/>Christopher Horn – Australia<br/>Christopher Lawrence – New Zealand<br/>Juliet Louise Hull – Australia, New Zealand<br/>Victoria Potarina – Australia, United Kingdom, Russia<br/>Guy Robertson – Australia</p>   |
| <p>2. For each relevant officer, a list of any other names or alias they have used in the past 10 years, including any maiden name or married name<sup>3</sup> (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p>  | <p>Juliet Hull – maiden name Hilbourne</p>  |
| <p>3. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by Australian Criminal Intelligence Commission which is not more than 12 months old (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p>  | <p>National Police Certificate for each of the following relevant officers:<br/><b>Attachment 8A</b> – Anthony Ho<br/><b>Attachment 8B</b> – Christopher Horn<br/><b>Attachment 8C</b> – Juliet Hull<br/><b>Attachment 8D</b> – Victoria Potarina<br/><b>Attachment 8E</b> – Guy Robertson</p>  |
| <p>4. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 3 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration<sup>4</sup> from the relevant officer confirming that fact and that he or she has not been convicted in that country of:<br/>(a) any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of his or her duties as a director or officer of a company or other entity; or</p> | <p>Overseas criminal history checks for each of the following relevant officers:<br/><b>Attachment 9A</b> – Christopher Lawrence<br/><b>Attachment 9B</b> – Juliet Hull<br/><b>Attachment 9C</b> – Victoria Potarina (United Kingdom)<br/><b>Attachment 9D</b> – Victoria Potarina (Russia)</p> |

<sup>1</sup> If the entity applying for admission to the official list is a trust, references in items 1, 2, 3, 4, 5, 6 and 7 to a relevant officer mean a relevant officer of the responsible entity of the trust.

<sup>2</sup> The information referred to in items 1, 2, 3, 4, 5, 6 and 7 is required so that ASX can be satisfied that the relevant officer is of good fame and character under Listing Rule 1.11 Condition 11.

<sup>3</sup> The sample statutory declaration referred to in item 7 below addresses this requirement. Note that if the relevant officer has used another name or alias (including a maiden name or married name) in the past 10 years, the criminal record and bankruptcy checks referred to in items 3, 4, 5, and 6 must cover all of the names or aliases the relevant officer has used over that period.

<sup>4</sup> The sample statutory declaration referred to in item 7 below also addresses this requirement.

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N <sup>o</sup> Item	Location/Confirmation
<p>(b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced), or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p>	
<p>5. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Australian Financial Security Authority National Personal Insolvency Index which is not more than 12 months old (Listing Rule 1.1 Condition 11 and Guidance Note 1 section 3.21)</p>	<p>Bankruptcy searches for each of the following relevant officers:  <b>Attachment 10A</b> – Anthony Ho  <b>Attachment 10B</b> – Christopher Horn  <b>Attachment 10C</b> – Juliet Hull  <b>Attachment 10D</b> – Victoria Potarina  <b>Attachment 10E</b> – Guy Robertson</p>
<p>6. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 5 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration<sup>5</sup> from the relevant officer confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p>	<p>Overseas bankruptcy searches for each of the following relevant officers:  <b>Attachment 11A</b> – Christopher Lawrence  <b>Attachment 11B</b> – Juliet Hull  <b>Attachment 11C</b> – Victoria Potarina (United Kingdom)  <b>Attachment 11D</b> – Victoria Potarina (Russia)</p>
<p>7. A statutory declaration<sup>6</sup> from each relevant officer specifying whether they have used any other name or alias in the past 10 years and confirming that:</p> <ul style="list-style-type: none"> <li>(a) the relevant officer has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;</li> <li>(b) the relevant officer has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;</li> <li>(c) the relevant officer has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as a director or officer of a listed entity;</li> <li>(d) no listed entity of which he or she was a relevant officer (or, in the case of a listed trust, in respect of which he or she was a relevant officer of the responsible entity of the trust) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the Listing Rules applicable to that entity; and</li> <li>(e) the relevant officer is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above,</li> </ul>	<p>Statutory declarations of each relevant officer:  <b>Attachment 12A</b> – Anthony Ho  <b>Attachment 12B</b> – Christopher Horn  <b>Attachment 12C</b> – Christopher Lawrence  <b>Attachment 12D</b> – Juliet Hull  <b>Attachment 12E</b> – Victoria Potarina  <b>Attachment 12F</b> – Guy Robertson</p>

<sup>5</sup> The sample statutory declaration referred to in item 7 also addresses this requirement.

<sup>6</sup> A sample statutory declaration is available from the ASX Compliance Downloads page on ASX's website.

N <sup>o</sup> Item	Location/Confirmation
or, if the relevant officer is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.18)	

### Entities applying under the profit test

8. Evidence that the entity is a going concern or the successor of a going concern (Listing Rules 1.11 Condition 6(a) and 1.2.1)	Not applicable.
9. Evidence that the entity has been in the same main business activity for the last 3 full financial years (Listing Rules 1.11 Condition 6(a) and 1.2.2)	Not applicable.
10. Audited accounts for the last 3 full financial years, including the audit reports (Listing Rules 1.11 Condition 6(a) and 1.2.3(a))	Not applicable.
11. If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.2.3(b))	Not applicable.
12. A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.2.3(c)) <sup>7</sup>	Not applicable.
13. Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least \$1 million (Listing Rules 1.11 Condition 6(a) and 1.2.4)	Not applicable.
14. Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded \$500,000 (Listing Rules 1.11 Condition 6(a) and 1.2.5)	Not applicable.
15. Is there a statement in the Offer Document that the entity's directors <sup>8</sup> have made enquiries and nothing has come to their attention to suggest that the entity is not continuing to earn profit from continuing operations up to the date of the Offer Document If so, where is it? If not, please attach such a statement signed by all of the entity's directors <sup>9</sup> (Listing Rule 1.2.6)	Not applicable.

### Entities applying under the assets test

16. Evidence that the entity has: (a) if it is not an investment entity, net tangible assets of at least \$4 million (after deducting the costs of fund raising) or a market capitalisation of at least \$15 million; (b) if it is an investment entity other than pooled development fund, net tangible assets of at least \$15 million; or (c) if it is a pooled development fund, net tangible assets of at least \$2 million (Listing Rules 1.11 Condition 6(a), 1.3.1 and 1.3.4)	The Company has a market capitalisation of NZ\$27.9 million (A\$26.09 million) – the Company has 332,394,825 shares on issue, which was traded at NZ\$0.084 per share on 9 November 2020 (according to the NZX website <a href="https://www.nzx.com/instruments/TRU">https://www.nzx.com/instruments/TRU</a> )
17. Evidence that the entity's working capital (as shown in its reviewed pro forma statement of financial position under listing Rule 1.3.5(d)) is at least \$1.5 million (Listing Rules 1.11 Condition 6(a) and 1.3.3(c))	<b>Attachment 14</b> – Investigative Accountant's Report

<sup>7</sup> Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

<sup>8</sup> If the entity applying for admission to the official list is a trust, the statement should be made by the directors of the responsible entity of the trust.

<sup>9</sup> If the entity applying for admission to the official list is a trust, the statement should be signed by all directors of the responsible entity of the trust.

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18. Audited accounts for the last 2 full financial years, including the audit reports (Listing Rules 1.11 Condition 6(a) and Listing Rule 1.3.5(a))	<b>Attachment 4</b> – FY20 Annual Report <b>Attachment 13</b> – FY19 Annual Report
19. If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.3.5(b))	Not applicable.
20. If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity, audited accounts for the last 2 full financial years for that other entity or business, including the audit reports (Listing Rules 1.11 Condition 6(a) and 1.3.5(c) first bullet point)	Not applicable.
21. If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity and the last full financial year for that other entity or business ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available) from the end of the last full financial year for that other entity or business, including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.3.5(c) second bullet point)	Not applicable.
22. A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.3.5(d)) <sup>10</sup>	<b>Attachment 14</b> – Investigative Accountant's Report

<sup>10</sup> Note: the review must be conducted by a registered company auditor or an overseas equivalent of a registered company auditor or independent accountant.