

To Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Electronic lodgement

10 August 2018

Dear Sir / Madam

Trimantium GrowthOps Limited – off market takeover bid for the entire issued share capital of Asia Pacific Digital Limited – compulsory acquisition of remaining Target shares

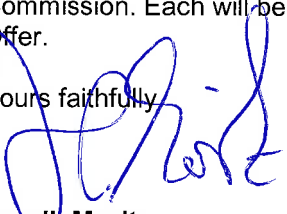
As announced on 8 August 2018, Trimantium GrowthOps Limited (“**Bidder**”) has a relevant interest in over 90% of shares in Asia Pacific Digital Limited (ACN 000 386 685) (“**Target**”).

Bidder is therefore entitled to proceed with compulsory acquisition of the remaining Target shares pursuant to section 661A of the Corporations Act.

As a result, in accordance with section 661B(1)(d) of the Corporations Act, we enclose a copy of ASIC form 6021 (Notice of compulsory acquisition following takeover bid) (the “**Notice**”) and an accompanying covering letter (the “**Letter**”) that will be sent to remaining Target shareholders.

The Notice and the Letter were today lodged with the Australia Securities and Investments Commission. Each will be sent to those Target shareholders who have not yet validly accepted the Offer.

Yours faithfully,



Henrik Moritz
Partner
King & Wood Mallesons
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DIGTKO

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

10 August 2018

Dear APD Shareholder

Compulsory acquisition of shares in Asia Pacific Digital Limited

As you may be aware, Trimantium GrowthOps Limited (**GrowthOps**) has a relevant interest in more than 90% of the shares in Asia Pacific Digital Limited (**APD**) as a result of the takeover offer contained in its Bidder's Statement dated 6 July 2018. Unless the context requires otherwise, defined terms in the Bidder Statement have the same meaning in this letter.

The Offer Period closed at 7:00pm on 7 August 2018 (**Close Date**). Pursuant to section 661A of the *Corporations Act 2001* (Cth) (**Corporations Act**), GrowthOps is now entitled to compulsorily acquire the remaining APD shares for which it has not received a valid acceptance under the Offer. The compulsory acquisition will be on the same terms as the Offer (ie consideration of 1 GrowthOps share for every 8.9 APD shares).

We enclose a Notice of Compulsory Acquisition Following Takeover Bid (**Notice**). As well as providing formal notice of GrowthOps' intention to compulsorily acquire your APD shares, the Notice sets out certain rights available to you under the Corporations Act. Please read the Notice carefully.

If you validly accepted the Offer prior to the Close Date or have disposed of your APD shares before receiving this letter, you need not take any further action.

If you have not accepted the Offer

APD shareholders whose shares are compulsorily acquired will receive their Offer Consideration (1 GrowthOps share for every 8.9 APD shares) at the end of the compulsory acquisition period, which is likely to occur within 5 to 6 weeks of the date of this letter.

If you have any queries in relation to this letter or the compulsory acquisition process please call the Offer Information Line on 1300 117 903 (toll-free within Australia) or +61 3 9415 4108 (from outside Australia).

Yours faithfully

A handwritten signature in black ink, appearing to read 'Dustine Pang', with a stylized flourish at the end.

Dustine Pang
CFO and Company Secretary

Notice of compulsory acquisition following takeover bid

Notice

To each holder of:

Description of class of securities to which the bid relates

Ordinary shares
(‘Bid Class Securities’)

in

Name of target company or body

Name (‘the Company’)
Asia Pacific Digital Limited
ACN/ARBN/ARSN
000 386 685

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by

Trimantium GrowthOps Limited

in respect of the acquisition of Bid Class Securities in the company.

The offers

Tick one box

- closed
- are scheduled to close

Date offers closed or are scheduled to close

on

Date

0 7 / 0 8 / 1 8
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).
(see subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following

- securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
- securities to which the bid related issued after the end of the offer period and before the date of this notice
- securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- securities issued under an employee incentive scheme to which restrictions on transfer apply under the company’s constitution or the terms of issue, being
- the following securities in the bid class in which the bidder has a relevant interest

Description of securities

Description of securities

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 (‘the Act’) that the bidder has become entitled pursuant to subsection

Tick one box

- 661A(1)
- 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued... Notice

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

Date of lodgement

This notice was lodged with ASIC on

Date

1 0 / 0 8 / 1 8
[D D] [M M] [Y Y]

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

- this notice was given.
 the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Signature

Name of person signing

Dustine Pang

Capacity

Company secretary

Signature



Date signed

1 0 / 0 8 / 1 8
[D D] [M M] [Y Y]