

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

Family Zone Cyber Safety Limited

ABN

33 167 509 177

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 (Shares) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 166,667 Shares |
| 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) | Fully paid ordinary shares |

+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?	Yes
	<p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • 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 	
5	Issue price or consideration	166,667 Shares issued following the exercise of 166,667 Class A Performance Rights for nil consideration by a senior executive.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	166,667 Shares issued following the exercise of 166,667 Class A Performance Rights for nil consideration by a senior executive.
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	Yes
6b	The date the security holder resolution under rule 7.1A was passed	28 November 2017
6c	Number of +securities issued without security holder approval under rule 7.1	Nil
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)					
6f	Number of +securities issued under an exception in rule 7.2	166,667 Shares				
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.	N/A				
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	N/A				
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	Refer to Annexure 1				
7	<p>+Issue dates</p> <p>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.</p>	3 July 2018				
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="726 1635 917 1668">Number</th> <th data-bbox="917 1635 1449 1668">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="726 1668 917 1803">105,510,548</td> <td data-bbox="917 1668 1449 1803">Ordinary fully paid shares (Shares)</td> </tr> </tbody> </table>	Number	+Class	105,510,548	Ordinary fully paid shares (Shares)
Number	+Class					
105,510,548	Ordinary fully paid shares (Shares)					

+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)		Fully paid ordinary shares (Shares)
	20,073,637	Shares escrowed until between 29 Aug 2018 and 29 November 2019
	9,333,334	Shares escrowed until 29 Aug 2018
		Performance Shares (Conversion ratio into Shares 1:1)
	10,499,999	Class B Performance Shares escrowed until 29 Aug 2018 or 29 Aug 2017
	10,499,998	Class C Performance Shares escrowed until 29 Aug 2018
	1,000,000	Class D Performance Shares
	1,000,000	Class E Performance Shares
	2,000,000	Class F Performance Shares
	2,500,000	Class G Performance Shares
	3,000,000	Class H Performance Shares
		Options
	4,000,000	Incentive options (\$0.25, 20 May 2019) escrowed until 29 Aug 2018.
	3,348,750	Unquoted options (\$0.25, 29 Aug 2019) escrowed until 29 Aug 2018.
	2,539,688	Unquoted options (\$0.25, 29 Aug 2019)
	4,264,866	Employee options (\$0.33, 19 Sept 2019) subject to vesting conditions
	1,000,000	Employee options (\$0.33, 19 Sept 2019) subject to vesting conditions escrowed until 29 Aug 2018
	5,335,000	Employee options (\$0.30, 15 Dec 2019) subject to vesting conditions.
	1,750,000	Broker Options (\$0.30, 5 May 2020)
	850,000	Broker Options (\$0.50, 4 Dec 2017)

850,000	Broker Options (\$0.60, 4 Dec 2017)
516,765	Broker Options (\$0.75, 9 April 2021)
516,765	Broker Options (\$0.90, 9 April 2021)
	Performance Rights (Conversion ratio into Shares 1:1)
83,333	Class A Performance Rights
1,483,331	Class B Performance Rights
1,483,336	Class C Performance Rights
333,340	Class D Performance Rights
333,330	Class E Performance Rights
333,330	Class F Performance Rights

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Part 2 - Pro rata issue

- | | | |
|----|--|-----|
| 11 | Is security holder approval required? | N/A |
| 12 | Is the issue renounceable or non-renounceable? | N/A |
| 13 | Ratio in which the ⁺ securities will be offered | N/A |
| 14 | ⁺ Class of ⁺ securities to which the offer relates | N/A |
| 15 | ⁺ Record date to determine entitlements | N/A |

+ See chapter 19 for defined terms.

16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A

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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Issue date	N/A

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

(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

+ See chapter 19 for defined terms.

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 +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

<p>41 Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another +security, clearly identify that other +security)</p>	<p>N/A</p>
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<p>42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">N/A</td> <td></td> </tr> </tbody> </table>	Number	+Class	N/A	
Number	+Class				
N/A					

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.

+ See chapter 19 for defined terms.

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:Date 4 July 2018
(Company secretary)

Print name: .Emma Wates.....

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	80,795,929
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<p>284,375 Shares issued under Appendix 3B lodged with ASX on 31 August 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>1,128,125 Shares issued under Appendix 3B lodged with ASX on 8 September 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>100,000 Shares issued under Appendix 3B lodged with ASX on 15 September 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>181,250 Shares issued under Appendix 3B lodged with ASX on 26 September 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>396,250 Shares issued under Appendix 3B lodged with ASX on 18 October 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>339,063 Shares issued under Appendix 3B lodged with ASX on 23 October 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>181,250 Shares issued under Appendix 3B lodged with ASX on 30 October 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>100,000 Shares issued under Appendix 3B lodged with ASX on 6 November 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p>

+ See chapter 19 for defined terms.

	<p>3,333,334 Shares issued pursuant to Appendix 3B lodged on 20 July 2017 (Shareholder ratification of issue obtained on 28 November 2017)</p> <p>1,000,000 Shares issued pursuant to Appendix 3B lodged on 6 June 2017(Shareholder ratification of issue obtained on 28 November 2017).</p> <p>13,000,000 Shares issued pursuant to Appendix 3B dated 11 August 2017 (Shareholder ratification of issue obtained on 28 November 2017).</p> <p>11,063,151 Shares issued pursuant to this Appendix 3B lodged on 29 November 2017 (Shareholder approval obtained on 28 November 2017)</p> <p>89,083 Shares issued under Appendix 3B lodged with ASX on 13 November 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>982,400 Shares issued under Appendix 3B lodged with ASX on 20 November 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>59,521 Shares issued under the Appendix 3B lodged with ASX on 4 December 2017 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>100,000 Shares issued under Appendix 3B lodged with ASX on 28 February 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>665,000 Shares issued under the Appendix 3B lodged with ASX on 15 March 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>50,000 Shares issued under the Appendix 3B lodged with ASX on 5 April 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Options).</p> <p>8,366,668 Shares issued under the Appendix 3B lodged with ASX on 13 December 2017 (Shareholder ratification of issue obtained on 9 April 2018).</p> <p>10,500,000 Shares issued under the Appendix 3B lodged with ASX on April 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Class A Performance Shares)</p> <p>550,000 Shares issued under the Appendix 3B lodged with ASX on 27 April 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Class</p>
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	<p>A Performance Rights)</p> <p>482,538 Shares issued under the Appendix 3B lodged with ASX on 30 April 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Class A Performance Rights and Employee Options)</p> <p>83,333 Shares issued under the Appendix 3B lodged with ASX on 2 May 2018 (Listing Rule 7.1 Exception 4: Shares issued on conversion of Class A Performance Rights)</p> <p>15,000 Shares issued under the Appendix 3B lodged with ASX on 22 May 2018 (Listing Rule 7.1 Exception 4: Shares issued on exercise of Options)</p> <p>650,000 Shares issued under the Appendix 3B lodged with ASX on 1 June 2018 (Listing Rule 7.1 Exception 4: Shares issued on exercise of Options)</p> <p>114,583 Shares issued under the Appendix 3B lodged with ASX on 18 June 2018 (Listing Rule 7.1 Exception 4: Shares issued on exercise of Options/Performance Rights)</p> <p>140,000 Shares issued under this Appendix 3B lodged with ASX on 2 July 2018 (Listing Rule 7.1 Exception 4: Shares issued on exercise of Options/Performance Rights)</p> <p>166,667 Shares issued under this Appendix 3B lodged with ASX on 4 July 2018 (Listing Rule 7.1 Exception 4: Shares issued on exercise of Performance Rights)</p>
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
“A”	134,917,519

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	20,237,628
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:	101,825 Shares agreed to be issued Tellus Matrix pursuant to an Advisory Agreement as announced to ASX on 26 April 2018

+ See chapter 19 for defined terms.

<ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<p>2,087,437 Shares agreed to be issued to Netsweeper pursuant to the Collaboration Agreement announced to ASX on 25 May 2018</p>
<p>“C”</p>	<p>2,189,261</p>
<p>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</p>	
<p>“A” x 0.15 <i>Note: number must be same as shown in Step 2</i></p>	<p>20,237,628</p>
<p>Subtract “C” <i>Note: number must be same as shown in Step 3</i></p>	<p>-</p>
<p>Total [“A” x 0.15] – “C”</p>	<p>18,048,366 <i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	134,917,519
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	13,491,752
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	
“E”	-

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	13,491,752
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	-
Total [“A” x 0.10] – “E”	13,491,752 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.