

**ASX Announcement**

MNF Group Limited (ASX:MNF)

Sydney – 03 February 2017

For Immediate Release

**Share Purchase Plan – Offer Booklet**

On 1 February 2017, MNF Group Limited (ASX:MNF) announced its intention to offer a Share Purchase Plan to eligible shareholders. Please find attached a copy of the Chairman’s Letter and Share Purchase Plan Offer Booklet with the sample Application Form, which were distributed to eligible shareholders today.

**/ENDS**

If you would like to find out more about MNF Group Limited, please contact Renee Papalia, Executive Assistant to CEO, by email [renee.papalia@mnfgroup.limited](mailto:renee.papalia@mnfgroup.limited) or by phone on (+612) 8008 8231.

**About MNF Group Limited**

MNF Group Limited (ASX:MNF) is one of Asia-Pacific’s fastest growing technology companies. Listed on the ASX since 2006, it is now capitalised at around \$300M, and twice winner of the Forbes Asia-Pacific “Best under a Billion” award. Headquartered in Sydney, Australia, the company has over 250 people located across Asia-Pacific, Europe and North America. MNF develops and operates a global communications network and software suite enabling some of the world’s leading innovators to deliver new-generation communications solutions.

As the world moves to IP, MNF Group is building the brands, services, network and technology to lead the way.

For further information about MNF Group Limited please visit: <http://mnfgroup.limited/>



**mnf group**

# **MNF GROUP LIMITED**

ACN 118 699 853

## **Share Purchase Plan Offer**

**TO RAISE UP TO A\$3,000,000**

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**CLOSING DATE: 5.00pm (Sydney time) on 21 February 2017**

This document is important and requires your immediate attention. Carefully read this Offer Booklet in full and consult your stockbroker, solicitor, accountant, licensed financial adviser or other professional adviser if you are in any doubt as to what to do.

This document is not a prospectus. It does not contain all information that an investor would find in a prospectus or which may be required in order to make an informed investment decision regarding, or about the rights attaching to, the New Shares offered by this document. This Offer Booklet does not take into account the individual investment objectives, financial situation or particular needs of each Eligible Shareholder.

If you do not lodge an Application for New Shares by 5.00pm (Sydney time) on 21 February 2017 you will not be issued New Shares in MNF Group Limited.



## Chairman's Letter

3 February 2017

Dear Shareholder,

### SHARE PURCHASE PLAN

On behalf of the Board of MNF Group Limited (ASX:MNF), I am pleased to invite you to participate in MNF's Share Purchase Plan.

The Share Purchase Plan is an opportunity for shareholders to apply for up to A\$15,000 worth of additional shares in the Company, to raise up to A\$3,000,000 before expenses.

The Company reserves the right to scale back applications if the amount applied for exceeds A\$3,000,000.

The Share Purchase Plan follows the completion of an A\$18,600,000 placement to institutional and sophisticated investors, at an issue price of A\$4.50 per share (**Placement**).

Funds raised from the Share Purchase Plan and the Placement will be used to assist with MNF's acquisition of Conference Call International Pty Ltd and for working capital purposes.

Under the Share Purchase Plan, all eligible shareholders will be able to purchase additional shares in the Company at an issue price of \$4.50 per share, being the price at which the Placement was conducted.

Participation in the Share Purchase Plan is optional and is open to all shareholders who were registered holders of ordinary shares in the Company as at 7:00pm (Sydney time) on 31 January 2017 with a registered address in Australia.

Further details of the Share Purchase Plan are set out in the enclosed Offer Booklet.

The Share Purchase Plan offer opens on 7 February 2017 and closes at 5:00pm (Sydney time) on 21 February 2017.

You should consider seeking independent financial and taxation advice before making a decision as to whether or not to participate in the Share Purchase Plan.

I encourage you to carefully read the enclosed Share Purchase Plan documentation.

For all enquiries regarding the Share Purchase Plan, your holding of shares in the Company, change of address or other registry matters, please contact the MNF SPP Offer Information Line on 1300 910 051 (for callers within Australia) and +61 1300 910 051 (for callers outside Australia).

Yours sincerely

A handwritten signature in black ink, appearing to read 'Terry Cuthbertson'.

Mr Terry Cuthbertson  
Chairman



## Important Information

This Offer Booklet is dated 3 February 2017. The information contained in this Offer Booklet is important and should be read in full.

The SPP Offer is only available for acceptance by Eligible Shareholders. This Offer Booklet does not constitute an offer in any place which, or to any person whom, it would not be lawful to make such an offer. Excluded Shareholders (being Shareholders with their registered addresses outside Australia as at the Record Date) will not be provided with this Offer Booklet and will not be able to participate in the SPP.

No person is authorised to give any information or make any representations in connection with the SPP other than as contained in this Offer Booklet. Any information or representation in connection with the SPP not contained in this Offer Booklet is not, and may not be relied on as having been, authorised by the Company (or any of its officers).

This is an Offer Booklet for an offer of continuously quoted securities (as defined in the Corporations Act) of the Company and has been prepared in accordance with ASIC Class Order 09/425 and the Corporations Act. In broad terms, ASIC Class Order 09/425 relates to share purchase plan offers that do not require the provision of a prospectus or other disclosure document. Accordingly, the level of disclosure in this Offer Booklet is significantly less than that required in a prospectus or other disclosure document. Eligible Shareholders should therefore rely upon their own knowledge of the Company, refer to disclosures made by it to the ASX, and refer to their professional advisers before deciding whether to participate in the SPP.

Eligible Shareholders will receive an Application Form with this Offer Booklet.

Definitions of capitalised terms used in this Offer Booklet appear in the Glossary.

### Privacy

The Company collects information about each Applicant provided on an Application for the purposes of processing the Application and, if the Application is successful, to administer the Applicant's security holding in the Company.

By submitting an Application, each Applicant agrees that the Company may use the information provided by that Applicant on that Application for the purposes set out in this privacy disclosure statement and may disclose it for those purposes to the Share Registry, the Company's related bodies corporate, agents, contractors and third party service providers, including mailing houses and professional advisers, and to the ASX and other regulatory authorities.

If you do not provide the information required on the Application, the Company may not be able to accept or process your Application.

An Applicant has a right to gain access to the information that the Company holds about that person subject to certain exemptions under law. Access requests must be made in writing to the Company's registered office.



## Terms of the SPP

On 1 February 2017, the Company announced the completion of an A\$18,600,000 placement to institutional, sophisticated and professional investors, at an issue price of A\$4.50 per share (**Placement**). At the same time, the Company also announced the details of a share purchase plan (**SPP**) to allow Eligible Shareholders to apply for up to A\$15,000 of New Shares, to raise up to A\$3,000,000 of additional capital (before expenses).

The funds raised from the SPP and the Placement will be used to assist with MNF's acquisition of Conference Call International Pty Ltd and for working capital purposes.

This Offer Booklet explains the terms and conditions of the SPP.

### Key Dates

The key dates of the SPP are as follows:

<b>Record Date</b>	7:00pm (Sydney time), 31 January 2017
<b>Offer opens</b>	7 February 2017
<b>Offer closes</b>	5:00pm (Sydney time), 21 February 2017
<b>Allotment date</b>	28 February 2017
<b>Dispatch of holding statements</b>	2 March 2017

*All dates specified in this Offer Booklet are indicative and may be subject to change.*

## 2. Eligibility to Participate

- 2.1 You are eligible to participate in the SPP (Eligible Shareholders) if you were a registered holder of fully paid ordinary shares in the Company as at 7:00pm (Sydney time) on 31 January 2017 (**Record Date**) with a registered address in Australia.
- 2.2 If you hold Shares on behalf of persons who reside outside Australia or who are "US Persons" (as defined in Regulation S of the Securities Act of 1933 (as amended)) (**US Persons**) or who act for the account or benefit of a US Person, then you are not entitled to participate in the SPP.
- 2.3 Shareholders with registered addresses outside Australia as at the Record Date will also not be eligible to participate in the SPP.
- 2.4 The Company has decided that it is unreasonable to make the SPP Offer to Excluded Shareholders, having regard to the number of Excluded Shareholders, the number and value of New Shares they would be offered, and the costs of complying with the relevant legal and regulatory requirements in those jurisdictions outside Australia.
- 2.5 The SPP Offer is non-renounceable by Eligible Shareholders. This means that you cannot transfer your right to purchase New Shares to any other person.
- 2.6 Participation in the SPP is entirely optional (subject to the eligibility criteria set out above).

## 3. Offer Price

- 3.1 The offer price per New Share is A\$4.50, being the same price at which the Placement was conducted.



## Terms of the SPP (continued)

- 3.2 No brokerage, commission or other participation costs are payable by you in respect of the acquisition of New Shares under the SPP.
- 3.3 Please note that the market price of Shares may rise or fall between the date on which the details of the SPP were announced, the date of this Offer Booklet and the date when the New Shares are allotted to you. This means that the price you pay per New Share may exceed the price of Shares at the time the New Shares are allotted to you. Accordingly, you should seek your own independent financial and professional advice in relation to this Offer Booklet and your participation in the SPP.

### 4 Participation by Eligible Shareholders

- 4.1 The SPP Offer is being made pursuant to ASIC Class Order 09/425. One of the conditions of that ASIC Class Order is that the SPP Offer must comply with the prescribed subscription limit, which means Eligible Shareholders may only acquire a maximum of A\$15,000 worth of Shares under a share purchase plan or similar arrangement in any 12-month period.
- 4.2 The Company has not undertaken any other share purchase plan in the previous 12-month period.
- 4.3 Accordingly, each Eligible Shareholder may participate in the SPP in A\$1,000 increments from a minimum of A\$1,000 up to a maximum of A\$15,000 (subject to scale back).
- 4.4 The following table sets out how the A\$15,000 subscription limit will be applied:

<p><b>If you receive more than one offer under the SPP</b></p>	<p>You may only apply for up to a maximum amount of A\$15,000 of New Shares.</p>
<p><b>If you are recorded with one or more other persons as joint holder of shares.</b></p>	<p>A joint holding is considered to be a single registered holding for the purpose of the SPP. Joint holders are only entitled to participate in the SPP in respect of that single holding.</p> <p>If the same joint holders receive more than one offer under the SPP due to multiple identical holdings, the joint holders may only apply for one maximum amount of A\$15,000 of New Shares.</p>
<p><b>If you hold Shares as a custodian or nominee for one or more beneficiaries.</b></p>	<p><i>“Custodians” as defined in ASIC Class Order 09/425</i></p> <p>If you hold Shares as a “custodian” (as defined in ASIC Class Order 09/425), then you may apply for a maximum amount of A\$15,000 of New Shares for each participating beneficiary, provided that you complete the Application Form and a Custodian Certificate, and submit them together with the Application Payment to the Share Registry before the Closing Date.</p> <p>Please contact the Share Registry to obtain the form of the Custodian Certificate which you are required to submit.</p> <p><i>All other custodians and nominees</i></p> <p>If you hold Shares as a trustee or nominee for another person, but are not a “custodian” as defined in ASIC Class Order 09/425, you cannot participate for beneficiaries in the manner described above.</p> <p>You may only apply for up to a maximum amount of A\$15,000 of New Shares, regardless of the number of participating beneficiaries.</p>



## Terms of the SPP (continued)

### 5. Scale back

- 5.1 The Company reserves the right to scale back applications in its absolute and sole discretion. The Company may take into account, among other factors, the size of an Applicant's Shareholding in determining the amount (if any) by which to scale back that Applicant's Application. Should this occur, you may be allocated New Shares to a value which is less than the parcel for which you applied.
- 5.2 If a scale back produces a fractional number when applied to the parcel of New Shares applied for by an Applicant, the number of New Shares allotted to that Applicant will be rounded up or down to the nearest whole number.
- 5.3 If an Application is scaled back, any difference between the Application Payment and the issue price of the New Shares allotted to you will be refunded by the Company, without interest, following allotment of New Shares.

### 6 Applying for New Shares

- 6.1 If you are an Eligible Shareholder and wish to participate in the SPP, you may apply to purchase a parcel of New Shares valued in A\$1,000 increments from a minimum value of A\$1,000 up to a maximum value of A\$15,000 (subject to scale back). If you do not wish to participate in the SPP, you may disregard this Offer Booklet.
- 6.2 All Applications must reach the Share Registry by 5.00pm (Sydney time) on 21 February 2017 (**Closing Date**). The Company reserves the right to extend the Closing Date.
- 6.3 You may apply to participate in the SPP by either:
  - (a) **Payment by cheque, bank draft or money order:** If you are paying for New Shares by cheque, bank draft, or money order, complete and return your Application Form with payment, so that it is received by no later than 5.00pm (Sydney time) on the Closing Date, to:

**MNF Group Limited**

C/- Link Market Services Limited  
GPO Box 3560  
Sydney NSW 2001

Cheques, bank drafts and money orders must be made payable in Australian dollars to "MNF Group Limited" and crossed "Not Negotiable". The cheque must be drawn from an Australian bank. Cash is not accepted. Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account, as cheques received may not be re-presented and may result in your Application being rejected. If you are sending your Application Payment by post, then please allow several days for delivery.

**OR**

- (b) **Payment by BPAY<sup>®1</sup>:** If you are paying for New Shares by Bpay, refer to the instructions on your Application Form. Do not return the Application Form if you are paying by Bpay. Payment must be received by no later than 5.00pm (Sydney time) on the Closing Date.

You should be aware that your own financial institution may implement earlier cut-off times with regard to electronic payment, and you should therefore take this into consideration when making payment. It is the responsibility of the applicant to ensure that funds submitted through Bpay are received by 5.00pm (Sydney time) on the Closing Date.

If you have more than one Shareholding and consequently receive more than one Application Form, when applying for New Shares in respect of one of those Shareholdings you must only use the Customer Reference Number specific to that Shareholding as set out in the relevant Application Form. Do not use the same Customer Reference Number for more than one of your Shareholdings. This can result in your Application Payment being applied to your Application in respect of only one of your Shareholdings (with the result that any Application in respect of your remaining Shareholdings will not be recognised as valid).

<sup>1</sup> Registered to BPAY Pty Limited ABN 69 079 137 518.



## Terms of the SPP (continued)

- 6.4 If you are a “custodian” as defined in ASIC Class Order 09/425, you must also submit a Custodian Certificate with your Application Form and Application Payment. Please contact the Share Registry to obtain the form of the Custodian Certificate which you are required to submit.
- 6.5 If you apply for New Shares under the SPP, you will apply for a certain dollar value, rather than a certain number, of New Shares. In the absence of a scale back, the Company will divide your Application Payment by the SPP issue price in order to determine the number of New Shares for which you have applied (rounded down to the nearest whole number of New Shares), as follows:

Application Payment	Number of New Shares	Application Payment	Number of New Shares
A\$1,000	222	A\$9,000	2,000
A\$2,000	444	A\$10,000	2,222
A\$3,000	666	A\$11,000	2,444
A\$4,000	888	A\$12,000	2,666
A\$5,000	1,111	A\$13,000	2,888
A\$6,000	1,333	A\$14,000	3,111
A\$7,000	1,555	A\$15,000	3,333
A\$8,000	1,777		

- 6.6 Applicants must not forward cash. Receipts for Application Payments will not be issued.

## 7 Acknowledgements

By making an Application to purchase New Shares under the SPP:

- you warrant that you are an Eligible Shareholder;
- you acknowledge your Application is irrevocable and unconditional;
- you certify and represent in favour of the Company that the total of the application price for New Shares and any other Shares issued to you pursuant to a purchase plan in the preceding 12 months, whether the subject of your Application or the subject of any other application made by you, on your behalf (by a custodian or otherwise) or in conjunction with any other person, does not exceed A\$15,000;
- you authorise the Company and the Share Registry (and their officers, employees or agents) to correct any error or omission in your Application Form and to complete the Application Form by the insertion of any missing details;
- you authorise the Company to pay any refund of your Application Payment (or part thereof) that may be payable to you by (A) direct credit to your bank account as most recently notified by you to the Company or the Share Registry or (B) by cheque to your address shown on the Company’s register of members, and in each case, you accept all risk associated with such payment method(s);
- you irrevocably and unconditionally agree to be bound by the Terms of the SPP and the Company’s constitution; and
- you accept that the Company reserves the right to reject any Application which it believes does not comply with the Terms of the SPP.



## Terms of the SPP (continued)

### 8 Allotment of New Shares

- 8.1 New Shares are expected to be allotted on 28 February 2017 and the Company will apply for those New Shares to be listed for quotation on ASX.
- 8.2 The Company expects to dispatch a holding statement or confirmation advice in respect of the New Shares allotted to you under the SPP on 2 March 2017.
- 8.3 All New Shares issued under the SPP will rank equally with existing Shares from the date of issue, and therefore will carry the same voting rights, dividend rights and other entitlements as existing Shares

### 9 Not underwritten

The SPP Offer is not underwritten.

### 10 Shortfall

The Directors reserve the right to place any Shortfall in their absolute discretion at a price no less than the price of New Shares offered under the SPP, subject to the ASX Listing Rules and the Corporations Act.

### 11 Disputes

The Board may settle, in any manner it thinks fit, any disputes or anomalies which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any Shareholder, Applicant or Application. The decision of the Board will be conclusive and binding on all persons to whom the determination relates. The Company reserves the right to waive strict compliance with or vary any provision of the Terms of the SPP, or to vary, suspend or terminate the SPP at any time without notice.

### 12 Governing Law

This offer is governed by the law in force in New South Wales, Australia. By accepting the SPP Offer, you submit to the non-exclusive jurisdiction of the courts of New South Wales, Australia.

### 13 Enquiries

For all enquiries regarding the SPP, your holding of Shares, change of address or other registry matters, please contact the MNF SPP Offer Information Line on 1300 910 051 (for callers within Australia) and +61 1300 910 051 (for callers outside Australia).



## Glossary

A capitalised term used in this Offer Booklet has the meaning specified below:

<b>A\$</b>	Australian dollars.
<b>Applicant</b>	An Eligible Shareholder who returns an Application.
<b>Application</b>	An application for New Shares under the SPP.
<b>Application Form</b>	The application form attached to this Offer Booklet.
<b>Application Payment</b>	The payment of the issue price under the SPP (ie, A\$4.50 (per New Share) submitted by an Applicant for the purposes of making an Application.
<b>ASX</b>	ASX Limited (ABN: 98 008 624 691) or the financial market operated by it
<b>ASX Listing Rules</b>	The official listing rules of the ASX and any other rules of the ASX which are applicable while the Company is admitted to the official list of the ASX, as amended or replaced from time to time, except to the extent of any express written waiver by the ASX.
<b>Board</b>	The board of Directors.
<b>Closing Date</b>	5:00pm (Sydney time) on 21 February 2017 (unless varied).
<b>Company or MNF</b>	MNF Group Limited (ACN 118 699 853).
<b>Corporations Act</b>	<i>Corporations Act 2001</i> (Cth) as amended or replaced from time to time.
<b>Custodian Certificate</b>	A certificate required to be submitted by a custodian together with an Application in accordance with this Offer Letter.
<b>Director</b>	A director of the Company.
<b>Eligible Shareholder</b>	A Shareholder who is eligible to participate in the SPP under the Terms of the SPP.
<b>Excluded Shareholders</b>	Shareholders other than Eligible Shareholders.
<b>New Shares</b>	The Shares offered under the SPP Offer.
<b>Offer Booklet</b>	This offer booklet under which the SPP Offer is being made.
<b>Record Date</b>	7:00pm (Sydney time) on 31 January 2017
<b>Share</b>	A fully paid ordinary share in the capital of the Company.
<b>Share Registry</b>	Link Market Services Limited.
<b>Shareholder</b>	A person who is registered in the register of members of the Company as a holder of Shares from time to time.
<b>Shortfall</b>	Those New Shares not allotted to any Applicant.
<b>SPP or Share Purchase Plan</b>	The share purchase plan being conducted by the Company as described in this Offer Booklet.
<b>SPP Offer</b>	The offer of New Shares pursuant to the SPP.
<b>Terms of the SPP</b>	The terms and conditions set out in this Offer Booklet, including any modifications made by the Company.



## Corporate Directory

### Directors

Mr Terry Cuthbertson (Chairman)  
Mr Rene Sugo (Director and CEO)  
Mr Michael Boorne (Non-Executive Director)  
Mr Andy Fung (Non-Executive Director)

### Company Secretary

Ms Catherine Ly

### Registered Office

Level 3, 580 George Street  
Sydney NSW 2000  
Australia

### Website

<http://www.mnfgroup.limited/>

### Legal Advisers

Thomson Geer  
Level 25  
1 O'Connell Street  
Sydney NSW 2000  
Australia

### Share Registry

Link Market Services Limited  
Level 12, 680 George Street  
Sydney NSW 2000  
Australia

### MNF SPP Offer Information Line

1300 910 051 (for callers within Australia)  
+61 1300 910 051 (for callers outside Australia)



ACN 118 699 853

All Registry communications to:
Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: 1300 910 051
From outside Australia: +61 1300 910 051
ASX Code: MNF
Website: www.linkmarketservices.com.au

SRN/HIN:
Entitlement Number:
Record Date: 31 January 2017
Offer Opens: 7 February 2017

Offer Closes
5.00pm (Sydney time): 21 February 2017

SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP Terms and Conditions accompanying this form.
Decide on the amount you wish to apply for.
Pay for the Shares in accordance with the instructions outlined in the Terms and Conditions Booklet and further important instructions on the reverse of this form.
Option 1: Paying by BPAY®.
Option 2: Paying by Cheque, Bank Draft or Money Order.
Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do NOT need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Registry by BPAY® by 5.00pm (Sydney time) on 21 February 2017.

If you make a payment by BPAY® and MNF Group Limited receives an amount which is not equal to either A\$1,000 or A\$15,000 or any amount between A\$1,000 and A\$15,000, in an increment of A\$1,000, MNF Group Limited may round down the dollar amount of Shares that you are applying for to the next lowest parcel at their discretion.

BPAY logo and Biller Code: 232785, Ref: field

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info: www.bpay.com.au
Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application Payment.

- A. Tick the box beside the amount you wish to apply for, either A\$1,000 or A\$15,000 or insert an amount between A\$1,000 and A\$15,000.
B. Enter your cheque, bank draft or money order details.
C. Enter your contact telephone number at which we may contact you regarding your application for Shares, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.



Please detach and enclose with payment

SRN/HIN:
Entitlement Number:



A I/we wish to purchase a parcel of Shares to the dollar amount of (tick one box only):

Form with checkboxes for A\$1,000.00, A\$15,000.00, and a text input field for other amounts.

Any dollar amount between A\$1,000.00 and A\$15,000.00 at increments of A\$1,000.00

B Make your cheque, bank draft or money order payable to "MNF Group Limited" and crossed "Not Negotiable"

Form for cheque details including Drawer, Cheque Number, BSB Number, Account Number, and Amount of Cheque.

C Telephone Number – Business Hours, Telephone Number – After Hours, Contact Name

Form with input fields for telephone numbers and contact name.

## IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP Terms and Conditions and this Important Information, before you make the Application Payment by BPAY® or you submit your Acceptance Slip with your Application Payment.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Class Order [CO 09/425] you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting the MNF Group Limited SPP Offer Information Line. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application Payment paid by you for:
  - the parcel of New Shares indicated on this Application Form or BPAY® payment; and
  - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY® does not exceed A\$15,000.
7. MNF Group Limited reserves the right to make amendments to this Application Form where appropriate.
8. Applicants are not assured of receiving the Shares for which they have applied as MNF Group Limited may scaleback applications in its discretion.

SAMPLE

### How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia.

Acceptance Slip and the payment for New Shares must be received by the Registry no later than the closing date shown overleaf. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the offer.

#### Mailing Address

MNF Group Limited  
C/- Link Market Services Limited  
GPO Box 3560  
Sydney NSW 2001

or

#### Hand Delivery

MNF Group Limited  
C/- Link Market Services Limited  
1A Homebush Bay Drive  
Rhodes NSW 2138 **(Please do not use this address for mailing purposes)**

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 5.00pm (Sydney time) on 21 February 2017. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. MNF Group Limited reserves the right not to process any Acceptance Slips and Application Payments received after the Closing Date.

**If you require information on how to complete this Acceptance Slip please contact the MNF Group Limited SPP Offer Information Line on 1300 910 051 if calling within Australia or +61 1300 910 051 if calling from outside of Australia.**