

Information Form and Checklist

Annexure 5 (Stapled Entities)

Name of entity

ABN/ACN/ARBN/ARSN

Planloc Ltd

062 367 560

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 Listing.

Nº Item

Location

1. Where in the Offer Document does it include a diagram illustrating the way in which the entities in the stapled structure are structured and related (eg twin structure or parent/subsidiary structure)?

Please see Section 4 of the Planloc IM

2. Where in the Offer Document does it include a clear and concise summary explaining the ownership structure and legal and commercial relationships between the various entities in the stapled structure (eg inter-entity holdings of securities or debt, inter-entity agreements etc)?

Please see Q&A in Section 1 of the Scheme Booklet, as well as summaries of Stapled Deed in Section 7.3 of the Scheme Booklet.

Section 3.4(c) of the Scheme Booklet notes that approximately \$14.2 m in debt is owed to BWR with an interest of 2%.

3. Where in the Offer Document does it include a clear and concise summary of the operations of each of the stapled entities (ie which entity does what)?

Please see Section 3 of the Scheme Booklet

4. Where in the Offer Document does it include a clear and concise summary of the management arrangements of the stapled entities (including the extent to which the stapled entities have common management and control and how this is maintained)?

Please refer to Sections 3.13, 3.14, 7.3 and 7.4

5. A copy of the stapling agreement between the various entities in the stapled structure

Please see Annexure P-7 for a copy of Stapling Deed.

6. Where in the Offer Document does it include a clear and concise summary of the stapling agreement?

Stapled Deed is summarised in Section 7.3 of the Scheme Booklet

7. Where in the Offer Document does it describe when and how the stapling can be undone and what occurs if the stapling is undone?

Please refer to "Can Stapled Securities be "unstapled"?" in the Q&A section of the Scheme Booklet

8. Has any ruling or advice been obtained in relation to the taxation consequences for investors of holding stapled securities?
If so, where is that ruling or advice summarised in the Offer Document?

No ATO ruling.
Refer to Annexure A of Scheme Booklet for taxation consequences of WOTSO scheme on existing WOTSO shareholders.

9. Will each entity in the stapled structure separately comply with Listing Rule 1.1 Condition 8 (spread)?
If not, where in the Offer Document does it disclose that a waiver has been provided by, or is being sought from, ASX from that requirement?

No.

Please see Section 9.11(b) of the Scheme Booklet

Nº Item

Location

10. Will each entity in the stapled structure separately comply with Listing Rule 2.1 Condition 2 (issue price of 20 cents)?

If not, where in the Offer Document does it disclose that a waiver has been provided by, or is being sought from, ASX from that requirement?

No.

Please see Section 9.11(b) of the Scheme Booklet

11. Have the entities sought any other waivers from the requirements of the ASX Listing Rules in relation to the stapled structure?

If so, where in the Offer Document does it include a summary of these waivers?

Waivers from condition 9 of LR 1.1 and LR 8.10.

Please see Section 9.11(b) of the Scheme Booklet

12. Have the entities sought any waivers or modifications from the requirements of the Corporations Act in relation to the stapled structure?

If so, where in the Offer Document does it include a summary of these waivers or modifications?

Yes.

Please see Section 9.11(a) of the Scheme Booklet.