



5 June 2017

The Manager  
Market Announcements Platform  
ASX Limited  
20 Bridge Street,  
Sydney NSW 200

**By E-lodgement**

**Rights Issue – Cleansing Notice**

Bluechiip Limited (ASX: BCT) (**Company**) notes that the Offer Document and Appendix 3B for the 1:3 non-renounceable rights issue (**Rights Issue**) announced to the ASX on 1 June 2017 were lodged with the ASX earlier today.

1. Bluechiip confirms that:
  - a. the New Shares to be issued pursuant to the Rights Issue will be offered for issue without disclosure under Chapter 6D of the Corporations Act (as modified by ASIC Instrument 2016/84).
  - b. this notice is being given under section 708AA(2)(f) of the Corporations Act (as modified by ASIC Instrument 2016/84).
  - c. as a disclosing entity the Company is subject to regular reporting and disclosure obligations;
  - d. as at the date of this notice the Company has complied with the provisions of:
    - i. Chapter 2M of the Act as they apply to the Company; and
    - ii. Section 674 of the Act; and
  - e. as at the date of this notice, there is no “excluded information” of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act; and
2. The potential effect that the issue of New Shares under the Rights Issue will have on the control of the Company is as follows:
  - a. The effect the issue of the New Shares will depend on a number of factors, including the level of shareholder interest in the Rights Issue.
  - b. The Rights Issue is a pro-rata offer so that if all Eligible Shareholders take up their entitlements, the voting power of all Eligible Shareholders will remain substantially the same. In that event, there will be no actual or potential effect or consequences arising from the Rights Issue on the control of the Company.
  - c. The proportional shareholdings of a small number of shareholders who are not resident in Australia and New Zealand may be diluted as those shareholders are not entitled to participate in the Offer.



Additionally, if an Eligible Shareholder does not take up their entitlement in full, there is likely to be a dilutionary effect on that shareholder's proportional shareholdings (which may occur as a result of other Eligible Shareholders taking up their entitlements and also as a result of any Shortfall being allocated under the Top-Up Facility or otherwise as a result of the placement of any Shortfall by the Directors).

- d. Having regard to the structure of the Rights Issue as a pro-rata issue, the composition of the Company's share register and the fact that the Rights Issue is not underwritten, the Rights Issue is not expected to have any material effect or consequence on the control of Bluechiip.

Yours sincerely

**Lee Mitchell**  
**Company Secretary**  
**Bluechiip Limited**