



ASX GRANTS WAIVER FOR AGM RESOLUTION 4

The Board of BIG Un Limited ("BIG") advises that the ASX have granted a waiver in relation to the shares to be issued under Resolution 4 of their 2017 Annual General Meeting.

- Under ASX Listing Rule 7.3.2, when a share issue is approved at an AGM the shares must ordinarily be issued within 3 months of the AGM.
- When BIG purchased BHA Media Pty Ltd and Food and Beverage Media Pty Ltd an equity component to the purchase price was included as previously announced.
- This issue of shares in relation to the purchase is partially contingent upon BHA Media Pty Ltd and Food and Beverage Media Pty Ltd achieving their revenue targets of \$3m and \$6m respectively for the year.
- Achievement of these targets will occur after the 3 month period.
- BIG therefore applied to the ASX for a waiver to allow shareholders to approve the share issues at the AGM but have the shares issued after the normal 3 month time limit.

The ASX has granted the waiver and decided as follows:

1. Based solely on the information provided, in connection with the acquisition by Big Un Limited (the "Company") of 100% of the issued share capital of BHA Media Pty Ltd ("BHA Media") and Food and Beverage Media Pty Ltd ("FB Media") from The Intermedia Group ("Intermedia") (together, the "Acquisitions"), ASX Limited ("ASX") grants the Company a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of annual general meeting (the "Notice") seeking shareholder approval for the issue of up to 3,261,595 fully paid ordinary shares under Tranche 2 of the BHA Media Acquisition ("BHA Media Acquisition Shares") and up to 1,333,333 fully paid ordinary shares under Tranche 2 of the FB media Acquisition ("FB Media Acquisition Shares") (together the "Acquisition Shares") to Intermedia, not to state that the Acquisition Shares will be issued within three months after the date of the meeting at which approval is being sought, on the following conditions.
 - 1.1. The BHA Acquisition Shares must be issued no later than 20 April 2018, and the FB Media Acquisition Shares must be issued no later than 20 October 2018, subject to shareholder approval having been obtained, and the relevant milestones as disclosed in the Notice having been achieved.
 - 1.2. The Acquisition Shares are issued on the same terms and conditions as approved by the holders of ordinary securities.
 - 1.3. For any annual reporting period during which any of the Acquisition Shares have been issued or remain to be issued, the Company's annual report must set out in detail the number of Acquisition Shares issued in that annual reporting period, and the number of Acquisition Shares that remain to be issued, and the basis on which those Acquisition Shares may be issued.



- 1.4. For any half year or quarterly period during which any of the Acquisition Shares have been issued or remain to be issued, the Company's interim report and quarterly activities report must include a summary statement of the number of Acquisition Shares issued during the reporting period, and the number of Acquisition Shares that remain to be issued, and the basis on which those Acquisition Shares may be issued.
- 1.5. The milestones which must be satisfied for the Acquisition Shares to be issued are not varied.
- 1.6. The terms of this waiver are immediately disclosed to the market.

Yours faithfully,
for Big Un Limited

Elissa Lippiatt
Company Secretary