



**International Limited** ACN 110 184 355

Corporate Head Office  
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Phone: 6555 9500  
ASX Code: TV2

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31<sup>th</sup> May 2017

## **Amendment to Convertible Note Agreement to facilitate issue**

On 16 May 2017 TV2U International Limited (ASX: TV2) (the **Company**) announced that it entered into an agreement (**Convertible Note Agreement**) to issue convertible notes to MEF I, L.P., a diversified holding and investment company based in New York, USA (the **Investor**). To facilitate the issue of 111,903 convertible notes to raise approximately A\$150,000 without shareholder approval (**Tranche A Convertible Notes**), the Convertible Note Agreement has been amended to:

1. fix the A\$/US\$ exchange rate that will apply to the issue and conversion of the Tranche A Convertible Notes at 0.745 and fix a minimum conversion price of A\$0.005 (unless and until shareholders approve otherwise);
2. reduce the maturity date of the Tranche A Convertible Notes from 12 to 6 months if shareholder approval as described in 1 above is not obtained; and
3. remove the 2 month restriction on the Investor converting notes after they are issued.

The other material terms of the Convertible Note Agreement remain unchanged. In particular, the issue of the remaining convertible notes (**Tranche B Convertible Notes**) will be subject to shareholder approval.

The Company will shortly convene an extraordinary general meeting to seek the necessary approval / ratification of its shareholders for, amongst other things, the issue of the Tranche A Convertible Notes and Tranche B Convertible Notes.

If these shareholder approvals are obtained, the terms of the Tranche A Convertible Notes will be amended to permit conversion of those Tranche A Convertible Notes to occur with a floating A\$/US\$ exchange rate and the fixed minimum conversion price of A\$0.005 will cease to apply and (subject to satisfaction or waiver of the other conditions of the Convertible Note Agreement) the Tranche B Convertible Notes will be issued.

If these shareholder approvals are not obtained, the fixed exchange rate and fixed minimum conversion price will continue to apply to the Tranche A Convertible Notes, but the maturity date for the Tranche A Convertible Notes will be reduced to 6 months. Further, the Company will not issue Tranche B Convertible Notes.

Further information will be included in the notice of meeting and explanatory statement to be issued by the Company.

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### GLOBAL OFFICE LOCATIONS

UNITED KINGDOM  
MALAYSIA

HONG KONG  
SYDNEY

INDONESIA  
PERTH

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**INVESTOR ENQUIRIES:**

Corporate Communications: David Adams

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**ABOUT TV2U**

TV2U is a global complete entertainment platform that enables businesses, such as telecommunications companies, to quickly and easily offer streaming content to their customers. The service includes movies, television programs, karaoke content and games through an encrypted channel for enhanced copyright protection. TV2U also offers unique real-time viewership analytics to enable businesses to send highly targeted advertising to end-users to maximise their revenue streams. TV2U is changing the face of online entertainment and advertising.

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