



ANNEXURE A

Notice to Group Members

REGISTRATION NOTICE FEDERAL COURT OF AUSTRALIA

Raffaele Webb v GetSwift Limited NSD580/2018

SECTION 1

Why is this notice important?

1. A class action has been commenced in the Federal Court of Australia by Raffaele Webb on behalf of all persons who acquired shares in GetSwift Limited (ACN 604 611 556) (**GSW**) during the period 24 February 2017 until the close of trading on 19 January 2018 inclusive (the **GSW Class Action**).
2. The Federal Court has ordered that this Notice be published for the information of persons who might be members of the class on whose behalf the action is brought and who may be affected by the action. You have been identified as a potential class member based on information contained in GSW's share registry. **You should read this notice carefully. Any questions you have concerning the matters contained in this notice should not be directed to the Court.** If there is anything in it that you do not understand, you should seek legal advice.
3. The Federal Court of Australia intends to refer the GSW Class Action for further mediation which is to be commenced by February 2020 (**Court Ordered Mediation**).
4. This Notice provides important information about:
 - (a) what you need to do to participate in the Court Ordered Mediation and share in any monetary compensation that might be obtained; and
 - (b) how your rights are affected if you neither register to participate in the Court Ordered Mediation, nor have opted out.

What is a class action?

5. A class action is an action that is brought by one person (**Applicant**) on his or her own behalf and on behalf of a class of people (**group members**) against another person (**Respondent**) where the Applicant and the group members have similar claims against the Respondent.
6. The Applicant in a class action does not need to seek the consent of group members to commence a class action on their behalf or to identify a specific group member.
7. Group members are "bound" by the outcome in the class action, unless they have opted out of the proceeding. A binding result can happen in two ways being either a judgment following a trial, or a settlement at any time. If there is a judgment or a settlement of a class action, group members will not be able pursue the same claims and may not be able to pursue similar or related claims against the respondent in other legal proceedings. Group members should note that:
 - (a) in a *judgment* following trial, the Court will decide various factual and legal issues in respect of the claims made by the applicant and group members. Unless those decisions are



successfully appealed they bind the applicant, group members and the respondent. Importantly, if there are other proceedings between a group member and the respondent, it is likely that neither of them will be permitted to raise arguments in that proceeding which are inconsistent with a factual or legal issue decided in the class action.

- (b) in a *settlement* of a class action, where the settlement provides for compensation to group members it is likely to extinguish *all* rights to compensation which a group member might have against the respondent which arise in any way out of the events or transactions which are the subject-matter of the class action.
8. If you consider that you have claims against a respondent which are based on your individual circumstances or otherwise additional to the claims described in the class action, then it is important that you seek independent legal advice about the potential binding effects of the class action.

What is the Webb Class Action?

9. The Webb Class Action was commenced on 13 April 2018 and the Further Amended Statement of Claim alleges that:
- (a) GetSwift and Mr Joel Macdonald (its Chief Executive Officer) (together, the **Respondents**) engaged in misleading or deceptive conduct, and breached GetSwift's obligations of continuous disclosure in contravention of sections 1041H and 674(2) of the *Corporations Act 2001* (Cth) and the ASX Listing Rules between 24 February 2017 and 19 January 2018 (inclusive) (**Claim Period**); and consequently
 - (b) persons who purchased GetSwift shares within the Claim Period have suffered compensable loss.
10. The detailed allegations are set out in the Applicant's Further Amended Statement of Claim filed with the Federal Court on 26 April 2019.
11. The Respondents have filed a Further Amended Defence in these proceedings denying the claims made against them and intend to defend the Webb Class Action.

Are you a group member in the Webb Class Action?

12. The Webb Class Action is 'open' in that it includes all persons who acquired shares in GSW during the Claim Period.
13. You are a Group Member if you meet the following criteria:
- (a) you acquired shares in GSW during the period from 24 February 2017 until 19 January 2018 (inclusive);
 - (b) you are not a director or officer, a close associate, a related party, a related body corporate, or an associated entity of GSW (as defined by the *Corporations Act*) or a Justice, Registrar, District Registrar or Deputy District Registrar of the High Court of Australia or the Federal Court of Australia;
 - (c) you have suffered loss and damage by reason of the conduct alleged against the Respondents in the Further Amended Statement of Claim; and
 - (d) you have not opted out of the Webb Class Action.
14. If you fit the above description, you should read this Notice carefully as it will affect your rights, including your right to participate in any settlement of the Webb Class Action.



15. If you are unsure as to whether or not you are a Group Member, you should contact PFM on +61 3 9134 7100 or classactions@phifinney-mcdonald.com or seek your own independent legal advice without delay.

What do group members need to do?

16. Group members have two options:
 - (a) **Option A:** register; or
 - (b) **Option B:** do nothing.
17. There are different consequences depending on which option you choose:
 - (a) Group members who **register (Registered Group Members)** will be bound by, and share in the benefit of, any settlement monies gained from any settlement reached at the Court Ordered Mediation or within 2 months of the first day of that mediation. If you wish to register, you need to follow the steps outlined in Section 2, Option A.
 - (b) Group members who do not register (**Unregistered Group Members**) will be bound by any settlement at the Court Ordered Mediation or within 2 months of the first day of that mediation but will not be entitled to any share of the monetary compensation which is recovered in accordance with that settlement. You will be an Unregistered Group Member if you **do nothing** in response to this Notice. Further information about this option is outlined in Section 2, Option B.
18. Further information about each option is outlined in Section 2 below.

Will group members be liable for legal costs?

19. In litigation, the Court will typically order the losing party to pay a proportion of the legal costs of the successful party (**adverse costs order**).
20. In a class action, it is only the Applicant that faces the risk of an adverse costs order if the action fails. As a group member, an adverse costs order will not be made against you.
21. In the Webb Class Action, the Court has made orders that Therium Litigation Finance (Australia) Limited (**Therium**) is to fund legal costs and indemnify the Applicant and Group Members in respect of any adverse costs orders which may be made and provide any security for costs that the Court may order.
22. The Applicant has retained Phi Finney McDonald to act as his solicitors (**Solicitors**). It is not necessary for you or other Group Members to retain Phi Finney McDonald in order to be a Group Member in the class action.
23. The Applicant's liability for legal costs and out of pocket expenses (**disbursements**) will be funded by Therium and recovered by Therium only in the event of a successful outcome of the proceeding (judgment or settlement). In the event of such an outcome, the Applicant will seek an order that those legal costs and disbursements be paid out of the total amount recovered for all group members (**costs reimbursement order**).
24. The Federal Court will assess the legal costs and disbursements incurred in the proceeding and make a reimbursement order for only an amount that the Court determines is reasonable.

Where can you obtain copies of relevant documents?

25. Copies of relevant documents, including the Further Amended Statement of Claim, the Further Amended Defence and the Common Fund Orders may be obtained by:
 - (a) requesting them by email to classactions@phifinney-mcdonald.com; or



- (b) inspecting them at the Federal Court by visiting a District Registry of the Federal Court in Sydney, Canberra, Melbourne, Brisbane, Adelaide, Perth, Hobart or Darwin. The addresses for these registries are available at www.fedcourt.gov.au or by calling the Victoria District Registry on (03) 8600 3333.

Please consider the above matters, and the further information in Section 2, below, carefully.

If there is anything of which you are unsure, you should contact Phi Finney McDonald on +61 3 9134 7100 or email classactions@phifinney-mcdonald.com or seek your own legal advice. You should not delay in making your decision.



SECTION 2

YOUR OPTIONS

Options for Unregistered Group Members

Option A – Register to participate in the Court Ordered Mediation

If you wish to be entitled to potentially receive a share of any settlement monies resulting from a settlement at the Court Ordered Mediation or within 2 months after the first day of that mediation you must complete the “Group Member Registration Form” (which requests information set out in Annexure B) online which is accessible at phifinney-mcdonald.com/gsw by the deadline specified below.

In completing the Group Member Registration Form, it is important to note the following:

- Once you complete the Group Member Registration Form and it is received by PFM you will become a Registered Group Member.
- The information and documents you provide will be used by PFM and all or some of it may be provided to the Respondents prior to the Court Ordered Mediation to enable the parties to have sufficient information about all the claims to settle the Webb Class Action.
- If a settlement agreement is reached at the Court Ordered Mediation or within 2 months after the first day of that mediation, Registered Group Members will be contacted at the address provided on the Group Member Registration Form and informed of the terms of the settlement (which will be subject to Court approval). Only Registered Group Members will potentially be eligible for a share of any settlement monies.
- If a settlement agreement is not reached at the Court Ordered Mediation or within 2 months after the first day of that mediation, then the Webb Class Action will continue and you will remain a group member.
- If you are unable to access the online registration website, please contact PFM on +61 3 9134 7100.

Registrations must be completed and submitted before **4:00 pm AEDT on 22 November 2019**.

Registrations received after this time may not be accepted by the Court, with the result being that you will be treated as having not responded to this notice (see Option B below).

Option B – Not respond to this notice

If you do nothing, that is you do not register by submitting the “Group Member Registration Form” as per Option A above you will remain an Unregistered Group Member but will not, without the leave of the Court, be permitted to seek any benefit pursuant to any settlement of the Webb Class Action reached at the Court Ordered Mediation or within 2 months after the first day of that mediation.

If you do nothing and a settlement agreement is not reached at the Court Ordered Mediation or within 2 months of the first day of the mediation and approved by the Court, you will remain an Unregistered Group Member and the Applicant will continue to bring the Webb Class Action on your behalf up to the point where the Court determines the substantial common issues of law and fact arising out of the claims of the Group Members.

In that case, you will be bound by the outcome of the Webb Class Action. If the Webb Class Action is successful, you will be entitled to share in the benefit of any order, judgment or settlement in favour of the Applicant, although you may have to satisfy certain conditions before your entitlement arises. If the



Webb Class Action is unsuccessful or is not as successful as you might have wished, you will not be able to sue on the same claim in any other proceedings.

It is open to the Applicant and the Respondents to apply to the Court for a further Court Ordered Mediation and to extend the period during which only Registered Group Members are permitted to seek any benefit pursuant to any subsequent settlement. It is unknown whether this will occur, and unknown what, if any, notice the Court will order to be provided to group members at that point. Accordingly, it is possible that if you remain an Unregistered Group Member, you will not, without leave of the Court, be permitted to seek any benefit pursuant to any settlement of the Webb Class Action even if that settlement occurs after 2 months after the first day of the Court Ordered Mediation.

If you wish to participate in any settlement of the Webb Class Action, the safest course is to submit a "Group Member Registration Form" as per Option A above **now**.