



ASX Announcement

3Q Holdings Limited
ABN 42 089 058 293

3Q to delist from the ASX / Buyback to cease at that time

- Following approval at the recent AGM, 3Q confirms that the Company will delist from the Australian Securities Exchange on **Tuesday 12 February 2013**.
 - The last day for trading TQH shares on the ASX will be the close of trading on **Tuesday 5 February 2013** (allowing settlement of those trades on a T+3 basis prior to delisting)
 - Following delisting, there will no longer be a liquid public market for shareholders to trade their TQH shares
 - The Company will continue to undertake the existing on-market buyback in place
 - The on-market buyback will cease on the suspension of the Company's securities from quotation
 - Following delisting, the Company will make available all necessary disclosures about the operation of the business on its website (<http://www.threeq.com.au>)
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22 January 2013: The Board of 3Q Holdings Limited (ASX: TQH) today confirmed the date on which it has agreed with the Australian Securities Exchange that it will delist from the ASX, following approval from shareholders for that course of action at the recent Annual General Meeting.

The company will delist on **Tuesday 12 February 2013**.

The last day for trading TQH shares on the ASX will be the close of trading on **Tuesday 5 February 2013**, allowing settlement of those trades to take place on the standard T+3 basis, prior to the delisting of the Company on Tuesday 12 February 2013.

Background to the Delisting

As noted at the time of the AGM, the Board considers that de-listing of the Company is appropriate given:

- (a) The current and historical lack of liquidity in the Company's shares;
- (b) The ASX market price of the Company's shares does not accurately reflect the inherent value of those shares or of the Company; and
- (c) The market capitalisation of the Company based on the ASX market price of the Company's shares impairs the Company's ability to derive value from its technologies in negotiations with commercial partners.

These factors have significantly constrained the Board's ability to operate the business effectively and have limited the growth opportunities available to the Company. Therefore, the Board no longer considers that maintaining the Company's listing on ASX is beneficial or in the best interests of the Company and its shareholders.

The effects of de-listing will be:

- (a) the Company's share price and trading history will no longer be available on the ASX website or newspapers and stock ticker services;
- (b) the Listing Rules will cease to apply to the Company. Shareholders will nevertheless retain the protections afforded to them under the Corporations Act, and the Company will continue to be subject to its obligations under the Corporations Act and the Company's Constitution;
- (c) shareholders will no longer be able to trade their shares on the ASX; and
- (d) shareholders wishing to trade their shares after delisting occurs will be entitled to transfer their shares off-market to a willing third party purchaser in accordance with the Company's Constitution. Such a third party market may not be liquid and shareholders will be personally responsible for sourcing potential purchasers.

On-Market Buyback

Prior to delisting taking place, the Company has been authorised to conduct an on-market buyback of up to 30 million shares, representing approximately 20% of the current issued capital.

In relation to that buyback:

- (a) The maximum percentage of shares to be bought back is 20% (or around 30 million shares).
- (b) There is no guarantee that the Company will acquire any shares under the buyback, and all acquisitions are at the discretion of the Board.

Finally, for as long after delisting as the Company remains a disclosing entity for the purposes of the Corporations Act, the Company will make available all necessary disclosures about the Company and the operations of the business on its website, at <http://www.threeq.com.au>.

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About 3Q Holdings

3Q Holdings Limited (ASX: TQH) has been listed on the ASX in its current form since 28 December 2005. It originally acquired 100% of QQQ Systems, a software company that provides software applications to the retail industry in Australia and New Zealand – with both point of sale (POS) and head office solutions into a wide range of retail clients operating in the fashion, electronics, furniture, general merchandise and discount variety industries.

In March 2006 the company acquired the San Diego based Applied Retail Solutions business (ARS). ARS has been providing software and services to mid-sized and large retailers in the United States since 1987. Its core product "OnePointe" provides a Post to Host solution in market segments such as apparel, footwear, entertainment, discount and variety, giving TQH an excellent entry into the US retail software and services market.

New Zealand based AdvanceRetail Technology was acquired by TQH in March 2007, and is a leading retail solutions provider with offices in Auckland, Sydney and Brisbane and representation in Malaysia, China and Singapore – giving it a high quality customer base in Australia, New Zealand and Asia. The company has a range of strategic alliances through which the Company takes its products and services to market, including industry leaders that include SAP, Microsoft and IBM.

In December 2007 the company acquired Island Pacific, which provides access to market leading retail merchandising, store operations, CRM, and multi-channel software solutions internationally. With offices in the United States and the United Kingdom, TQH not only has better access to those markets, but has the advantage of a springboard into the broader European markets. Island Pacific was founded in 1978 and has developed a reputation for delivering high-quality, high-reliability software to the retail industry. The company is headquartered in Irvine, California.

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