

ASX AND MEDIA RELEASE

30 March 2020

ZipTel Dough Acquisition additional information

ZipTel Limited (ASX: ZIP, "the Company") refers to its announcement of 20 March 2020 and provides the following additional information:

Regulatory Approvals or Waivers

At the current time ZIP envisages that ZIP will need to seek a 2 cent waiver to the '20 cent rule' under Listing Rule 2.1, Condition 2 and will also seek approval from ASX as to the terms of the Performance Shares that are proposed to be issued.

As ZipTel last traded at 1.7 cents and had a 20 day VWAP of 1.43c, the Company will require a minor share consolidation, to be approved by shareholders at a ratio of 7.15 ordinary shares for every 10 ordinary shares currently on issue.

Effect of the Transaction

The Company's indicative capital structure at minimum and maximum capital raise after the completion of the Transaction are detailed below:

Holder	Min. Raise			Max. Raise		
	Shares	%	\$A Value ¹	Shares	%	\$A Value ¹
ZIP Shareholders ¹	189,133,899	15.58%	\$3,782,677	189,133,899	15.58%	\$3,782,677
DOU Shareholders (Ordinary Shares)	500,000,000	41.18%	\$10,000,000	500,000,000	41.18%	\$10,000,000
DOU Shareholders (Performance Shares)	500,000,000	41.18%	\$10,000,000	500,000,000	41.18%	\$10,000,000
Advisory & Directors	25,000,000	2.06%	\$500,000	25,000,000	2.06%	\$500,000
Pre Consolidation	1,214,133,899	100.00%	\$24,282,677	1,214,133,899	100.00%	\$24,282,677
Consolidation (7.15:10)	868,105,738	82.24%	\$24,282,677	868,105,738	76.78%	\$24,282,677
DOU Convertible Note	12,500,000	1.18%	\$250,000	12,500,000	1.11%	\$250,000
IPO Raise	175,000,000	16.58%	\$3,500,000	250,000,000	22.11%	\$5,000,000
Post Consolidation and IPO Raise	1,055,605,738	100.00%	\$28,032,677	1,130,605,738	100.00%	\$29,532,677

¹ at \$0.02 per share.

By the order of the Board.

ZipTel Limited

About ZipTel

ZipTel is an Australian owned and operated telecommunications business focused on providing international roaming and calling solutions to consumers and businesses, using state of the art technologies developed and wholly owned by ZipTel Limited.