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ADEPT RECEIVES ASX LISTING RULE WAIVER

6 July 2011

Adept Solutions Ltd (ASX: AAO, formerly Australasia Consolidated "**Company**") announces that ASX Limited (**ASX**) has granted a waiver from ASX listing rule 7.3.2 relating to the issue of new securities.

The specific waiver granted to the Company is set out below.

ASX grants the Company a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting (**Notice**) seeking shareholder approval for the issue of up to 19,000,000 ordinary fully paid shares to the vendors of Emerchants Limited (**Emerchants**) (the **Vendors**) to state that those shares will be issued more than three months after the date of the shareholders' meeting (held on 29 June 2011), on the following conditions:

1. Subject to the passing of resolution 2 of the Notice (passed), the issue of up to 1,000,000 ordinary fully paid shares (**Deferred NA Adjustment Shares**) on the following conditions:
 - a. The formula for calculating the amount of Deferred NA Adjustment Shares to be issued as set out in the agreement between the Company and the Vendors dated 9 May 2011 (**Agreement**) is not varied; and
 - b. The Deferred NA Adjustment Shares are issued no later than one week following the lodgement of the Company's audited accounts for the financial year ended 30 June 2011 with the Australian Securities and Investments Commission (**ASIC**) and ASX and, in any event, no later than 7 October 2011.
2. Subject to the passing of resolution 2 of the Notice (passed), the issue of up to 3,000,000 ordinary fully paid shares (**Deferred Consideration Shares**) on the following conditions:
 - a. Emerchants achieving gross sales revenues of \$7 million for the financial year ending 30 June 2012; and
 - b. The Deferred Consideration Shares are issued no later than one week following the lodgement of the Company's audited accounts for the financial year ending 30 June 2012 with ASIC and ASX and, in any event, no later than 8 October 2012.
3. Subject to the passing of resolution 2 of the Notice (passed), the issue of up to 15,000,000 ordinary fully paid shares (**Bonus Consideration Shares**) on the following conditions:
 - a. The specified net profit before tax targets over the three financial years commencing on 1 July 2011 relating to the Bonus Consideration Shares as set out in the Agreement, are:
 - i. not varied; and
 - ii. achieved by Emerchants.

- b. Up to 5,000,000 Bonus Consideration Shares are issued no later than one week following the lodgement of the Company's audited accounts for the financial year ending 30 June 2012 with ASIC and ASX and, in any event, no later than 8 October 2012;
 - c. Up to 5,000,000 Bonus Consideration Shares are issued no later than one week following the lodgement of the Company's audited accounts for the financial year ending 30 June 2013 with ASIC and ASX and, in any event, no later than 7 October 2013; and
 - d. Up to 5,000,000 Bonus Consideration Shares are issued no later than one week following the lodgement of the Company's audited accounts for the financial year ending 30 June 2014 with ASIC and ASX and, in any event, no later than 7 October 2014.
4. The issue of the Deferred NA Adjustment Shares, Deferred Consideration Shares and Bonus Consideration Shares (together, the **Vendor Shares**) are subject to the following conditions:
- a. Shareholder approval for the issue of the Vendor Shares is obtained on or before 31 July 2011 (obtained);
 - b. Completion of the acquisition by the Company of all the issued capital in Emerchants from the Vendors occurs by 30 September 2011 (completed);
 - c. For any annual reporting period during which any of the Vendor Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the basis on which the Vendor Shares may be issued; and
 - d. The Company releases the terms of the waiver to the market immediately.

-ENDS-

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About Adept Solutions

Adept Solutions is led by Managing Director Bob Browning and is a financial services company that specialises in pre-paid financial cards. Adept is focused on the twin goal of delivering high quality payment systems to its customers and superior returns to its shareholders.