

SCHEDULE 3

FORM OF DEED OF ACCESSION

DEED POLL DATED

GIVEN BY:

[*Name of new shareholder*] (**Intending Shareholder**)

IN FAVOUR OF:

Every other party to the Shareholders' Agreement (as defined below) (**Shareholders**)

And

1Connect Pty Ltd (ABN 89 605 514 850) (**Company**)

THIS DEED POLL RECORDS THAT:

1. The Intending Shareholder:
 - (a) Proposes to hold Shares and
 - (b) Covenants for the benefit of the other Shareholders that, from the time that the Intending Shareholder's name appears in the register of shareholders of **1Connect Pty Ltd** the Intending Shareholder will be bound to the terms of the Shareholders' Agreement as if the Intending Shareholder was an original party to the Shareholders' Agreement.
2. In this deed poll:
 - (c) **Investor Shares** has the meaning given to that term in clause 1 of the Shareholders' Agreement.
 - (d) **Shareholders' Agreement** means the Subscription and Shareholders' Agreement dated [*date*] relating to 1 Connect Pty Ltd

EXECUTED AND DELIVERED AS A DEED POLL

Executed by in the presence of

Signature of witness

Signature of **Michael Plener**

Name of witness (*print*)

ON: [*insert date*]