

## **JV GLOBAL LIMITED 2 JULY 2009 PROSPECTUS**

### **BEFORE DOWNLOADING, PRINTING OR VIEWING THE PROSPECTUS, YOU MUST CAREFULLY READ THE TERMS SET OUT IN THIS NOTICE.**

The Prospectus is an important document that should be read in its entirety. If you have any doubts as to how to deal with it, you should consult your legal, financial or other professional adviser. By accessing the Prospectus (by clicking on the link below) you acknowledge that you have read and accept the terms set out in this notice.

JV Global Limited ("Company") lodged the Prospectus on 2 July 2009 with the Australian Securities and Investment Commission ("ASIC") for an offer of up to 125,000,000 ordinary fully paid shares ("New Shares") to raise approximately \$1,250,000 ("Offer"). Neither ASIC nor ASX, nor any of their officers, take any responsibility for the contents of the Prospectus.

If you are accessing an electronic copy of the Prospectus, please ensure that you have received the entire Prospectus accompanied by the relevant Application Form. If you have not, please contact the Company and the Company will send you, for free, either a hard copy or a further electronic copy of the Prospectus or both.

The offer constituted by an electronic version of the Prospectus is only available to persons receiving an electronic version of the Prospectus within Australia. The Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. There is no facility for Applications to be accepted electronically or by applying online. The Corporations Act prohibits any person from passing on to another person the Application Form unless it is attached to or accompanied by a complete and unaltered version of the Prospectus. The Company will not accept a completed Application Form if it has reason to believe that the Applicant has not received a complete and unaltered copy of the Prospectus. Any person may obtain a hard copy of the Prospectus by contacting the Company prior to the Closing Date.

No person is authorised to give any information or to make any representation in relation to the Offer which is not contained in the Prospectus and any such information may not be relied upon as having been authorised by the Directors. Zurich Securities Pty Ltd is the lead manager and corporate adviser to the Offer. Neither Zurich Securities Pty Ltd nor any of its officers accept any liability or responsibility in respect of the Prospectus or the Offer.



**ACN 009 142 125**

# **Prospectus**

**For an offer of up to 125,000,000 New Shares to raise approximately \$1,250,000**

## **Lead Manager and Corporate Advisor**

Zurich Securities Pty Ltd  
AFSL Number 317392

## **Important Notice**

This is an important document which requires your immediate attention. It should be read in its entirety before deciding to participate. If you are in doubt about what to do, please contact your professional adviser without delay. The New Shares offered pursuant to this Prospectus should be considered speculative and investors should be aware that they may lose some or all of their investment.

# JV Global Limited

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# JV Global Limited

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## IMPORTANT INFORMATION

This Prospectus is dated 2 July 2009 and was lodged with ASIC on that date. Neither ASIC nor ASX, nor any of their officers, take any responsibility for the contents of this Prospectus.

No applications for New Shares will be accepted nor will any New Shares be issued on the basis of this Prospectus later than 13 months after the date of this Prospectus.

The offer contained in this Prospectus is only available for acceptance by investors resident in Australia. The distribution of this Prospectus in jurisdictions outside Australia may be restricted by law and persons who come into possession of this Prospectus should seek advice on and observe the requirements of these laws. Non-observance by such persons may violate securities laws. Any recipient of this Prospectus residing outside Australia should consult their professional advisers on requisite formalities. This Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer.

Investors can only apply for New Shares on the accompanying Application Form and on the terms and conditions referred to in this Prospectus. Please read carefully the instructions on the reverse of the Application Form regarding an application for New Shares pursuant to this Prospectus.

In preparing this Prospectus, regard has been had to the fact that as the Company is a disclosing entity for the purposes of the Corporations Act, it is subject to regular reporting and disclosure obligations. Accordingly, certain matters may reasonably be expected to be known to investors and their professional advisers. This Prospectus is issued pursuant to section 713 of the Corporations Act. Section 713 allows the issue of a more concise prospectus in relation to an offer of continuously quoted securities. This Prospectus is intended to be read in conjunction with the publicly available information in relation to the Company which has been notified to ASX and does not include all information that would be included in a prospectus for an initial public offering.

No person is authorised to give any information or to make any representation in relation to the Offer which is not contained in this Prospectus and any such information may not be relied upon as having been authorised by the Directors.

A copy of this Prospectus can be downloaded from the Company's website at [www.jvglobal.com.au](http://www.jvglobal.com.au) or Zurich Securities Pty Ltd's website at [www.zurichsecurities.com.au](http://www.zurichsecurities.com.au). The offer constituted by an electronic version of this Prospectus is only available to persons receiving an electronic version of this Prospectus within Australia. There is no facility for Applications to be accepted electronically or by applying online. The Corporations Act prohibits any person from passing on to another person the Application Form unless it is attached to or accompanied by a complete and unaltered version of the Prospectus. The Company will not accept a completed Application Form if it has reason to believe that the Applicant has not received a complete and unaltered copy of the Prospectus. Any person may obtain a hard copy of this Prospectus by contacting the Company prior to the Closing Date.

A number of terms and abbreviations used in this Prospectus have defined meanings set out in Section 8.

## Risks

This document is important and it should be read in its entirety. The New Shares to be issued pursuant to this Prospectus should be viewed as a speculative investment and investors should refer to the Risk Factors affecting the Company set out in Section 3. Accordingly, before deciding to apply for New Shares, potential investors should consider whether or not such New Shares are a suitable investment having regard to their personal circumstances. If in doubt, potential investors should consult their stockbroker, solicitor, accountant or other professional adviser prior to completing and lodging an Application Form.

# JV Global Limited

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## CORPORATE DIRECTORY

### Directors

Peter Burns (Non Executive Chairman)  
Terence Opie (Managing Director)  
Collin Vost (Non Executive Director)  
Bob Arrigoni (Non Executive Director)

### Company Secretary

James Moran

### Registered Office

C/- Burns & Baker Accountants Pty Ltd  
Suite 5, 23 Richardson Street  
South Perth WA 6151  
Phone: +61 8 9309 1544  
Fax: +61 8 9309 1540  
email: [info@jvglobal.com.au](mailto:info@jvglobal.com.au)  
web: [www.jvglobal.com.au](http://www.jvglobal.com.au)

### Lead Manager & Corporate Advisor

Zurich Securities Pty Ltd  
Shop 11 "South Shore Piazza"  
85 South Perth Esplanade,  
South Perth WA 6151  
Phone: +61-8 9363-1700  
Fax: +61-8 9367-2450  
email: [info@zurichsecurities.com.au](mailto:info@zurichsecurities.com.au)  
web: [www.zurichsecurities.com.au](http://www.zurichsecurities.com.au)

### Share Registry

Security Transfer Registrars  
770 Canning Highway  
Applecross WA 6153  
Phone: +61-8 9315-2333  
Fax: +61-8 9315-2233

### Solicitors

Price Sierakowski Corporate  
Level 24, St Martin's Tower  
44 St George's Terrace  
PERTH WA 6000

### Auditors

Grant Thornton (WA) Partnership  
10 Kings Park Road  
West Perth WA 6005

### Stock Exchange Listing

Australian Securities Exchange  
Code: JVG

# JV Global Limited

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## CHAIRMAN'S LETTER

2 July 2009

Dear Investor

On behalf of the Board of JV Global Limited, I have much pleasure in presenting to you this prospectus to raise up to \$1,250,000 by the issue of 125,000,000 shares at one cent each, subject to a minimum subscription of \$500,000 being achieved.

This Offer is conditional on approval of the issue of the New Shares by the Shareholders at a general meeting to be held on Friday, 3 July 2009. The conditions of the Offer are set out in Section 1 of this Prospectus.

The capital raised is to be used to expand your Company's current operations, reduce debts where necessary and to diversify the operations if opportunities present themselves which are considered to be sufficiently attractive to improve the value of JV Global Ltd's shareholders' investment and which comply with your Board's strict risk to reward guidelines.

Like most businesses in Australia, JV Global has been affected by the Global Financial Crisis. Your Board has recently taken the appropriate action and considerably reduced our overheads in both the listed parent company and the subsidiary JVG Framing Pty Ltd trading as "Component Homes", and believe that we are in an excellent position to take advantage of an improvement in global economic conditions, especially in Western Australia.

As announced to ASX on 18 May 2009, our wholly owned subsidiary, Component Homes, has achieved substantially increased sales in the 2008/2009 financial year (based on unaudited financial results) (up 50% from the 2007/2008 year).

Based on Component Homes' performance, the Company will be well positioned to take advantage of the expected upturn in the market due to lower interest rates and an increase in housing approvals, especially in the steel framed housing sector, which is increasing in the rural and regional areas of WA.

The Directors all support this Share offer and I am pleased to commend it to you.

Yours faithfully



Peter Burns  
Chairman

# JV Global Limited

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## TIMETABLE AND IMPORTANT DATES

EVENT	DATE
Prospectus lodged with ASIC and ASX	2 July 2009
General Meeting to Approve Offer	3 July 2009
Closing Date*	3 August 2009
Dispatch of Holding Statements and Quotation of New Shares on ASX	10 August 2009

These dates are indicative only and may, subject to the requirements of the Listing Rules and the Corporations Act, be changed without notice.

*\* The Directors reserve the right to vary the Closing Date, which may have a consequential effect on other dates. Investors are encouraged to apply as soon as possible after the Closing Date as the Offer may close early without notice.*

# JV Global Limited

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## SECTION 1 DETAILS OF THE OFFER

### 1.1 Purpose of the Offer

The funds raised by the Offer of up to \$1,250,000 will be applied towards the expansion of the Company's existing operations, for additional working capital and to meet the expenses associated with the Offer. The Company will also seek to identify and exploit new opportunities which may add value to the Company's existing Shares and/or provide an alternative positive cash flow for the Company.

### 1.2 Details of the Offer

The Company offers for subscription 125,000,000 New Shares. Each New Share is offered for subscription at an issue price of 1 cent payable in full on application. The minimum amount to be raised under the Offer is \$500,000.

### 1.3 Allottees – Priority Offer

The Offer is open to the general public.

The Directors will determine the allottees of the Shares in their sole discretion. The Directors reserve the right to allot an Applicant a lesser number of New Shares than applied for or to reject an Application. If the number of New Shares allotted for is less than the number applied for, surplus Application Money will be refunded without interest.

Applications received from the following persons under the Offer will be afforded priority:

- (a) Shareholders of JV Global Ltd with a registered holding of at least 150,000 Shares at 5.00pm (WST) on the Allotment Date with a registered address in Australia;
- (b) shareholders of Cervantes Corporation Limited with a registered holding of at least 100,000 Shares at 5.00pm (WST) on the Allotment Date with a registered address in Australia;
- (c) clients of Zurich Securities Pty Ltd; and
- (d) shareholders of Baraka Petroleum Ltd with a registered holding of at least 2,000,000 Shares at 5.00pm (WST) on the Allotment Date with a registered address in Australia.

### 1.4 Terms and Conditions of New Shares

The New Shares are fully paid ordinary shares and rank equally in all respects with the fully paid ordinary shares currently on issue.

The terms and conditions on which the New Shares are issued are set out in Section 2 of this Prospectus.

### 1.5 Minimum Subscription

The Offer is subject to and conditional on minimum subscription of 50,000,000 New Shares (equal to \$500,000) being reached under the Offer. If minimum subscription under the Offer is not achieved, Applications will be dealt with in accordance with section 724 of the Corporations Act. No interest will be paid on any returned Application Money.



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## 1.6 Oversubscriptions

Oversubscriptions will not be accepted.

## 1.7 Underwriting

This Offer is not underwritten.

## 1.8 Capital Structure

The Company has on issue 75,728,235 Shares (74,228,235 of which are quoted on ASX). The Company also has 10,350,000 unlisted employee Options on issue.

Pursuant to the Offer, the Company is intending to issue 125,000,000 New Shares. Accordingly, assuming the Offer is fully subscribed and none of the existing Options on issue are exercised, the total number of Shares on issue in the Company following the Offer will be 200,728,235. If only minimum subscription under the Offer is obtained, the number of Shares on issue will be 125,728,235.

Additionally, at the Company's general meeting to be held on 3 July 2009, the Company will seek approval to issue the following additional securities:

- (a) 5,000,000 Shares and 5,000,000 Options with an exercise price of \$0.02 and an expiry date of 30 December 2010 to Zurich Securities Pty Ltd, in consideration for services rendered to the Company in connection with this Offer. These securities will only be issued if minimum subscription under the Offer is achieved.
- (b) 5,000,000 Shares to Cervantes Corporation Limited, in consideration for services rendered to the Company in connection with this Offer and the line of credit referred to in Section 4.3.

## 1.9 Allocation and Allotment of New Shares

Subject to ASX granting approval for quotation of the New Shares, Shareholders approving the Offer at a general meeting to be held on 3 July 2009 and minimum subscription under the Offer being obtained, the allotment of the New Shares will occur as soon as practicable after the Offer closes. Statements of Shareholding will be dispatched as required by ASX.

## 1.10 Application Monies to be Held in Trust

The Application Monies for the New Shares to be issued pursuant to the Offer will be held in a separate bank account on behalf of applicants until the New Shares are allotted.

## 1.11 Expenses of the Offer

The expenses which are payable by the Company for advisory fees, legal fees, printing fees and other costs incurred in preparing and distributing this Prospectus in respect of the Offer are estimated to be approximately \$100,000. Further details of the expenses are contained in Section 5.8.

## 1.12 General Meeting

The Offer is subject to and conditional on Shareholders approving the Offer at a general meeting to be held on 3 July 2009. If Shareholders do not approve the Offer, applications will be dealt with in accordance with section 724 of the Corporations Act. No interest will be paid on any returned Application Money.

# JV Global Limited

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## 1.13 Quotation of New Shares

The Company will apply to ASX for quotation of the New Shares within seven days after the date of this Prospectus. If an application for quotation of the New Shares is not made within seven days after the date of this Prospectus, or ASX does not grant permission for official quotation of the New Shares within three months after the date of this Prospectus, Applications will be dealt with in accordance with section 724 of the Corporations Act. No interest will be paid on any returned Application Money.

The fact that ASX may grant official quotation to the New Shares is not to be taken in any way as an indication of the merits of the Company or the New Shares offered for subscription.

## 1.14 How to Apply for New Shares

An application for New Shares in response to this Offer may only be made on the Application Form that accompanies this Prospectus. Applications must be for a minimum of 200,000 New Shares (equal to \$2,000) then in multiples of 25,000 Shares (equal to \$250).

Instructions as to how to complete the Application Form are included on the reverse of the Application Form. Applications that are not made on an Application Form will not be accepted by the Company.

Applications for New Shares must be accompanied by the appropriate Application Money for the number of New Shares applied for in the Application Form.

Cheques should be drawn on an Australian bank in Australian dollars and should be made payable to **JV Global Limited – Share Offer Account** and be crossed “Not Negotiable”. Application Money can also be paid to the Company by electronic funds transfer as follows:

Account Name: JV Global Limited – Share Offer Account  
Bank Name: National Australia Bank  
BSB: 086 006  
Account No: 895 759 383

Completed Application Forms and accompanying cheques should be lodged with Zurich Securities Pty Ltd as follows:

<b>By Delivery</b>	<b>By Post</b>
JV Global Limited C/- Zurich Securities Pty Ltd Shop 11 "South Shore Piazza" 85 South Perth Esplanade, South Perth WA 6151	JV Global Limited C/- Zurich Securities Pty Ltd PO Box 1196 South Perth WA 6951

## 1.15 CHESS And Issuer Sponsorship

The Company operates an electronic CHESS sub-register and an electronic issuer sponsored sub-register. These two sub-registers make up the Company's register of shares. The Company will not issue certificates to New Shareholders. Rather, holding statements (similar to bank statements) will be dispatched to New Shareholders as soon as practicable after allotment. Holding statements will be sent either by CHESS (for New Shareholders who elect to hold New Shares on the CHESS sub-register) or by the Company's Share Registry (in respect of New Shareholders who elect to hold their New

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Shares on the Issuer sponsored sub-register). The statements will set out the number of New Shares allotted under the Prospectus and provide details of a Shareholder's Holder Identification Number (for New Shareholders who elect to hold New Shares on the CHESSE sub register) or Reference Number (in respect of New Shareholders who elect to hold their New Shares on the issuer sponsored sub-register). Updated holding statements will also be sent to each New Shareholder following the month in which the balance of their Shareholding changes, and also as required by the ASX Listing Rules or the Corporations Act.

## 1.16 Risks

As with any share investment, there are risks associated with investing in the Company. The principal risks that could affect the financial and market performance of the Company are detailed in Section 3 of this Prospectus. The New Shares on offer under this Prospectus should be considered speculative and investors should be aware that they may lose some or all of their investment. Accordingly, before deciding to invest in the Company, Applicants should read this Prospectus in its entirety and should consider all factors in light of their individual circumstances and seek appropriate professional advice.

Factors affecting an investment in the Company include stock market fluctuations, competition risks, foreign currency exchange rate fluctuations, economic risks and external market factors, additional requirements for capital, regulatory issues and governmental policy.

Investors are directed to Section 3 of this Prospectus which sets out certain key risks associated with making an investment in the Company.

## 1.17 Overseas Investors

The offer contained in this Prospectus is only available for acceptance by investors resident in Australia. This Prospectus does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or to extend such an invitation. No action has been taken to register this Prospectus or otherwise to permit a public offering of New Shares in any jurisdiction outside Australia.

## 1.18 Privacy Disclosure

Persons who apply for New Shares pursuant to this Prospectus are asked to provide personal information to the Company, either directly or through the Share Registry. The Company and the Share Registry collect, hold and use that personal information to assess applications for New Shares, to provide facilities and services to Shareholders, and to carry out various administrative functions. Access to the information collected may be provided to the Company's agents and service providers and to ASX, ASIC and other regulatory bodies on the basis that they deal with such information in accordance with the relevant privacy laws. If the information requested is not supplied, applications for New Shares will not be processed. In accordance with privacy laws, information collected in relation to specific Shareholders can be obtained by that Shareholder through contacting the Company or the Share Registry.

## 1.19 Taxation

It is the responsibility of all persons to satisfy themselves of the particular taxation treatment that applies to them by consulting their own professional tax advisers before investing in the New Shares. Taxation consequences will depend on particular circumstances. Neither the Company nor any of its officers accept any liability or responsibility in respect of the taxation consequences of the matters referred to above or

# JV Global Limited

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any other taxation consequences connected with an investment in the New Shares in the Company.

## **1.20 Enquiries**

This document is important and should be read in its entirety. Persons who are in any doubt as to the course of action to be followed should consult their stockbroker, solicitor, accountant or other professional adviser without delay.

Questions relating to the Offer or to the completion of the Application Forms can be directed to Directors Collin Vost on +61 8 9363 1700 or Terry Opie on +61 8 9309 1544.

## SECTION 2 RIGHTS ATTACHING TO SHARES

The rights attaching to the New Shares are derived through a combination of statute, the Company's constitution, common law, the Listing Rules and other applicable legislation. The following is a broad summary (though not an exhaustive or definitive statement) of the current rights that attach to Shares in the Company.

(a) **Voting Rights**

Subject to any rights or restrictions attached to any class of shares, whether by their issue, the Constitution, the Listing Rules or the Corporations Act, at a general meeting each Shareholder present in person or by proxy, company representative or attorney, is entitled to one vote on a show of hands. Upon a poll, every Shareholder present in person or by proxy, company representative or attorney, is entitled to one vote for each fully paid share that the Shareholder holds.

(b) **General Meetings**

Each Shareholder is entitled to receive notice of and to be present, to vote and to speak at a general meeting of the Company. Further, each Shareholder is entitled to receive all notices, accounts and other documents required to be furnished to Shareholders under the constitution of the Company, the Listing Rules or the Corporations Act.

(c) **Dividend Rights**

The Company may in general meeting declare a dividend which shall not exceed the amount recommended by Directors. The Company does not expect to pay dividends in the short to medium term.

(d) **Transfer of Shares**

Subject to the constitution of the Company, the Corporations Act, the ASTC Settlement Rules and the Listing Rules, Shares are freely transferable. Shares may only be transferred by a proper instrument in writing delivered to the Company, and the transferor is deemed to remain the holder of the Shares until the name of the transferee is entered into the Company's register of members. The Company may decline to register a transfer where permitted by law, the Listing Rules or the ASTC Settlement Rules.

(e) **Changes in Capital**

Subject to the Corporations Act, the constitution of the Company and the Listing Rules, the Directors may consolidate, or divide the Shares, allot, issue or otherwise dispose of new Shares on such terms and conditions as they determine.

(f) **Variation of Rights**

The Company may only modify or vary the rights attaching to any class of Shares by a special resolution of the Company and a special resolution passed at a meeting of the holders of the issued Shares of that class.

(g) **Rights on Winding Up**

Subject to the rights of holders of Shares with special rights in a winding up (at present there are none), on a winding up of the Company all assets that may be legally distributed among members will be distributed in proportion to the number of Shares held by them, irrespective of the amount paid up.

## SECTION 3 RISK FACTORS

### 3.1 Risks Associated with Investment

Prospective investors should be aware that the market price of the New Shares following official quotation may be influenced by many unpredictable factors and that subscribing for New Shares involves various risks. The value of the Company's securities on the ASX may rise and fall depending on a range of factors, some of which are beyond the control of the Company.

The New Shares being offered under this Prospectus are considered speculative due to the present stage of the Company's operations. This Prospectus carries no guarantee with respect to the return of capital or price at which the New Shares will trade.

The factors detailed below should be considered by any potential investors; however, this is by no means an exhaustive list of the risks that may affect the Company.

### 3.2 Future Capital Needs – Material Uncertainty Regarding Continuation as a Going Concern

The Company's capital requirements depend on numerous factors. Depending on the Company's ability to generate income from its investments, further funding may be required by the Company to support its ongoing activities and operations or to exploit new opportunities. There can be no assurance that such funding will be available on satisfactory terms or at all. Any inability to obtain funding will adversely affect the business and financial condition of the Company and, consequently, its performance.

In particular, prospective investors should note that the Company's auditors stated in the Company's half-yearly accounts to 31 December 2008 that a material uncertainty exists which may cast significant doubt about the Company's ability to continue as a going concern. While the Directors believe that following completion of the Offer, the Company will have sufficient funds to finance its operations in the short to medium term, and as such does not intend to raise further funds at this stage, a range of unforeseen circumstances could result in increased funding requirements. Any additional equity financing will dilute Shareholders and debt financing, if available, may restrict the Company's financing and operating activities.

### 3.3 Economic and Government Risks

The future viability of the Company is dependent on a number of other factors affecting performance of all industries, including, but not limited to, the following:

- general economic conditions in Australia and its major trading partners;
- changes in Government policies, taxation and other laws;
- the strength of the equity and share markets in Australia and throughout the world, and in particular investor sentiment towards the sectors in which the Company operates;
- currency fluctuations;
- movement in, or outlook on, interest rates and inflation rates; and
- natural disasters, social upheaval or war in Australia or overseas.

The Company's future possible revenue and Share price can be affected by these factors which are beyond the control of the Company or the Directors.

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## **3.4 Operational Risk**

Following completion of the Offer, the Directors intends to explore other possible opportunities for the Company in a number of sectors, as well as continue with and expand the Company's existing operations. The Company's profitability will depend in a large part on the ability of the Directors to identify and exploit opportunities which provide a positive cash flow for the Company.

Any increase in the Company's operational expenses may have a detrimental effect on the Company's profitability and success and accordingly, the value of the New Shares.

## **3.5 Competition**

The Company competes with other companies in respect of its operations. Some of these companies have greater financial and other resources than the Company and, as a result, may be in a better position to compete for future business opportunities. There can be no assurance that the Company can compete effectively with these companies.

## **3.6 Reliance on Third Party Suppliers**

The Company relies on third party suppliers in connection with its operations.

If any agreements with the party suppliers are terminated or if further contracts are unable to be obtained, this could have a material adverse effect on the Company.

## **3.7 Joint Ventures/Strategic Alliances**

The Company, where considered appropriate, intends to enter joint venture arrangements and strategic alliances in connection with its operations.

While great care will be taken in partner selection, there is a risk that partner selections and performance may not be adequate, resulting in lost time, money and opportunity. It is, however, the intention of Directors that any partner accepted by the Company will be well regarded and sufficiently credentialed.

## **3.8 Reliance on Key Personnel and Need to Attract Qualified Staff**

The Company is dependent on key management personnel, the loss of whose services could materially and adversely affect the Company and impede the achievements of its expansion and development objectives.

The ability to commercialise the products and maintain the growth strategies, particularly in relation to the Joint Venture, will depend in part upon the ability to attract and retain suitably qualified management and technical personnel over time.

There can be no assurance that the Company will be able to attract or retain sufficiently qualified personnel on a timely basis, or retain key management personnel.

# JV Global Limited

## SECTION 4 EFFECT OF THE OFFER

### 4.1 Use of Funds

Under the Offer, 125,000,000 New Shares are available for issue and will be issued if the Offer is fully subscribed. The minimum subscription under the Offer is 50,000,000 New Shares.

After expenses of the Offer, the proceeds from the issue of New Shares will be approximately \$1,150,000 (assuming that the Offer is fully subscribed). These funds are proposed to be applied as follows:

- (a) for working capital for the Company;
- (b) to expand the Company's existing operations, including the construction of a new exhibition and/or display homes in connection with the Company's product range and an increase to the Company's factory floor space and set out areas;
- (c) to exploit other possible opportunities which may add value to the Company's Shares and/or provide an alternative positive cash flow; and
- (d) to reduce the Company's current liabilities.

The proceeds of the Offer are proposed to be used as follows, over the 12 months following the close of the Offer:

<b>Use of Funds</b>	<b>Minimum Subscription (\$)</b>	<b>Full Subscription (\$)</b>
Working Capital	95,000	730,000
Retirement of Current Liabilities	200,000*	200,000*
Expansion of Existing Operations	100,000	100,000
Identification and Exploitation of New Opportunities	50,000	120,000
Costs of the Offer**	55,000	100,000
<b>Total Proceeds</b>	<b>500,000</b>	<b>1,250,000</b>

\* This represents repayment of the loan referred to in Section 4.3 to Cervantes Corporation Limited up to a maximum of \$200,000 if the loan is fully drawn down.

\*\* The expenses of the Offer are detailed in Section 5.8.



# JV Global Limited

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## 4.2 Effect of the Offer

Assuming the Offer is fully subscribed, the principal effect of the Offer will be to:

- (a) increase cash reserves by approximately \$950,000 after deducting estimated expenses of the Offer and reducing current liabilities; and
- (b) increase the number of Shares on issue from 75,728,235 as at the date of this Prospectus to 200,728,235 Shares.

Please see Section 1.8 for further details regarding the effect of the Offer on the Company's capital structure.

## 4.3 Pro Forma Balance Sheet

Set out below is:

- (a) a balance sheet of the Company as at 31 December 2008 as reviewed by the Company's auditors; and
- (b) an unaudited pro-forma balance sheet of the Company as at 31 December 2008 incorporating the effect of the Offer (based on minimum and maximum subscription).

## Material Uncertainty – Going Concern

Investors should note that the Company's auditors stated in the Company's half-yearly accounts to 31 December 2008 that a material uncertainty exists which may cast significant doubt about the Company's ability to continue as a going concern. While the Directors believe that following completion of the Offer, the Company will have sufficient funds to finance its operations in the short to medium term, and as such does not intend to raise further funds, a range of unforeseen circumstances could result in increased funding requirements, including capital acquisitions or increased capital requirements for large commercial projects if bids and/or tenders made by the Company are successful.

## Quarterly Report to 31 March 2009

Pursuant to the Company's quarterly report for the period ending 31 March 2009, released to ASX on 30 April 2009, the Company has net operating and investing cash outflows of \$45,000 for the period and a closing cash balance at the end of the quarter of (\$56,000).

## Line of Credit

Cervantes Corporation Limited, a company listed on ASX, has provided to the Company a line of credit of \$200,000 for the purposes of expanding the Company's existing operations. The loan is secured by a fixed and floating charge. The loan is proposed to be repaid out of funds raised under the Offer.

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## PRO FORMA BALANCE SHEET AS AT 31 DECEMBER 2008

### Consolidated Balance Sheet As at 31st December 2008

	Balance Sheet as Reviewed by Auditors as at 31 December 2008	Unaudited Proforma Balance Sheet as at 31 December 2008 (assuming full subscription )	Unaudited Proforma Balance Sheet as at 31 December 2008 (assuming minimum subscription )
	\$	\$	\$
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	183,905	1,433,905	683,905
Trade and other receivables	217,161	217,161	217,161
Inventories	193,272	193,272	193,272
Prepayments	72,651	72,651	72,651
Other current assets	29,110	29,110	29,110
<b>Total Current Assets</b>	<b>696,099</b>	<b>1,946,099</b>	<b>1,196,099</b>
<b>Non-current assets</b>			
Other financial assets	1,039,157	1,039,157	1,039,157
Investment in associates	383,708	383,708	383,708
Property, plant and equipment	434,374	434,374	434,374
Deferred income tax assets	66,664	66,664	66,664
Intangible assets and goodwill	2,430,464	2,430,464	2,430,464
<b>Total Non-current Assets</b>	<b>4,354,367</b>	<b>4,354,367</b>	<b>4,354,367</b>
<b>TOTAL ASSETS</b>	<b>5,050,466</b>	<b>6,300,466</b>	<b>5,550,466</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade and other payables	680,611	680,611	680,611
Financial liabilities	1,748,107	1,748,107	1,748,107
Provisions	115,186	115,186	115,186
<b>Total Current Liabilities</b>	<b>2,543,904</b>	<b>2,543,904</b>	<b>2,543,904</b>
<b>Non-current Liabilities</b>			
Financial liabilities	124,015	124,015	124,015
Provisions	33,800	33,800	33,800
Deferred tax liabilities	19,776	19,776	19,776
<b>Total Non-current Liabilities</b>	<b>177,591</b>	<b>177,591</b>	<b>177,591</b>
<b>TOTAL LIABILITIES</b>	<b>2,721,495</b>	<b>2,721,495</b>	<b>2,721,495</b>
<b>NET ASSETS</b>	<b>2,328,971</b>	<b>3,578,971</b>	<b>2,828,971</b>
<b>EQUITY</b>			
<b>Equity attributable to equity holders or the parent</b>			
Contributed equity	19,525,856	20,775,856	20,025,856
Accumulated losses	(17,584,337)	(17,584,337)	(17,584,337)
Reserves	387,452	387,452	387,452
	<b>2,328,971</b>	<b>3,578,971</b>	<b>2,828,971</b>

## SECTION 5 ADDITIONAL INFORMATION

### 5.1 Nature of this Prospectus

This Prospectus is issued under the special prospectus content rules for continuously quoted securities in section 713 of the Corporations Act. This enables listed disclosing entities, such as the Company, to issue a prospectus for continuously quoted securities with modified disclosure requirements if they satisfy certain requirements.

The information in this Prospectus principally concerns the terms and conditions of the Offer and the information reasonably necessary to make an informed assessment of:

- the effect of the Offer on the Company; and
- the rights and liabilities attaching to the New Shares offered by this Prospectus.

The Prospectus is intended to be read in conjunction with the publicly available information in relation to the Company which has been notified to ASX and does not include all of the information that would be included in a prospectus for an initial public offering of securities in an entity that is not already listed on a stock exchange. Investors should therefore also have regard to the other publicly available information in relation to the Company before making a decision whether or not to invest in the New Shares.

### 5.2 Continuous Reporting and Disclosure Obligations

The Company is listed on ASX and its Shares are quoted on ASX under the code "JVG".

The Company is a "disclosing entity" for the purposes of the Corporations Act. As such, it is subject to regular reporting and disclosure obligations, which require it to disclose to ASX any information of which it is or becomes aware concerning the Company and which a reasonable person would expect to have a material effect on the price or value of securities of the Company.

Copies of documents lodged with ASIC in relation to the Company may be obtained from, or inspected at, an office of ASIC.

The Company will provide a copy of all documents used to notify ASX of information relating to the Company under the provisions of the Listing Rules since the lodgement of the Company's Annual Report on 1 October 2008 free of charge to any investor who so requests prior to the Closing Date. A list of those documents for the period ended 1 October 2008 to the time of lodging this Prospectus is set out in Section 6.

### 5.3 Market Prices of Shares

The highest and lowest recorded closing market sale prices of the Shares on ASX during the three (3) month period immediately prior the date of this Prospectus were:

	Highest	Lowest
Shares	\$0.02	\$0.008

The last closing market sale price of the Shares on ASX on the last day that trading took place in the Shares prior to the date of this Prospectus was \$0.018.

### 5.4 Litigation

The Company is not involved in any legal proceedings. Nor are any such proceedings threatened.

# JV Global Limited

## 5.5 Directors' Interests

Other than as set out below or elsewhere in this Prospectus, no Director has, or had within two years before lodgement of this Prospectus with ASIC, any interest in:

- the formation or promotion of the Company;
- property acquired or proposed to be acquired by the Company in connection with its formation or promotion or the Offer; or
- the Offer,

and no amounts have been paid or agreed to be paid and no benefits have been given or agreed to be given to any Director:

- to induce him to become, or to qualify him as, a Director; or
- for services rendered by him in connection with the formation or promotion of the Company or the Offer.

All Directors have stated that they intend to participate in the Offer and approval is being sought at the Company's general meeting to be held on 3 July 2009 in accordance with Listing Rule 10.11. The direct and indirect interests of the Directors in the securities of the Company as at the date of this Prospectus are as follows:

Director	Shares		Options	
	Direct	Indirect	Direct	Indirect
Terence Opie	10,000	11,191,664	6,000,000	Nil
Peter Burns	Nil	559,690	1,500,000	Nil
Collin Vost	Nil	500,000	Nil	Nil
Bob Arrigoni	Nil	675,000	Nil	Nil

- Entitles associated with Terence Opie have received fees of \$208,430.03 (excluding GST and including superannuation) prior to the day before the date of this Prospectus for services rendered to the Company since 1 July 2008.
- Entities associated with Peter Burns have received fees of \$7,182 (excluding GST and including superannuation) prior to the day before the date of this Prospectus for services rendered to the Company since 1 July 2008.
- Collin Vost has not received any fees prior to the day before the date of this Prospectus for services rendered to the Company since 1 July 2008. Zurich Securities Pty Ltd has acted as lead manager and corporate adviser to the Offer. Zurich Securities is controlled by Mr Vost. Details of amounts payable to Zurich Securities Pty Ltd are set out in Section 5.7.
- Bob Arrigoni does not receive any remuneration for acting as a Director.
- Approval is being sought at the Company's general meeting to be held on 3 July 2009 for former Directors Peter Kailis, Ken McKinnon and Sin Jen Hwang and to participate in the Offer accordance with Listing Rule 10.11. Mr Kailis, Mr McKinnon and Mr Hwang resigned as Directors on 6 February 2009, 15 April 2009 and 27 May 2009 respectively.

# JV Global Limited

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The annual financial report for the period ended 30 June 2008 details amounts paid to Directors prior to 1 July 2008.

- Each Director is a party to a Deed of Access and Indemnity with the Company.
- The Company has effected Directors' and Officers' Liability and Corporate Reimbursement insurance on behalf of the Directors. The Company intends to maintain this insurance.

## 5.6 Consents

Price Sierakowski Corporate has given and has not before lodgement of this Prospectus withdrawn its written consent to be named in the Prospectus as solicitors to the Offer in the form and context in which it is named.

Grant Thornton has given and has not before lodgement of this Prospectus withdrawn its written consent to be named in the Prospectus as the Company's auditors in the form and context in which it is named.

Security Transfer Registrars has given and has not before lodgement of this Prospectus withdrawn its written consent to be named in the Prospectus as the Company's share registrar in the form and context in which it is named.

Zurich Securities Pty Ltd has given and has not before lodgement of this Prospectus withdrawn its written consent to be named in the Prospectus as the Company's lead manager and corporate adviser in the form and context in which it is named.

None of Price Sierakowski Corporate, Grant Thornton, Zurich Securities Pty Ltd or Security Transfer Registrars has made any statement included in this Prospectus, or any statement on which a statement in this Prospectus is based.

## 5.7 Disclosure of Interests of Non-Directors

No person named in this Prospectus as performing a function in a professional, advisory or other capacity in connection with the preparation or distribution of the Prospectus holds, or has held within two years before lodgement of this Prospectus with ASIC, any interest in:

- the formation or promotion of the Company;
- property acquired or proposed to be acquired by the Company in connection with its formation or promotion or the Offer; or
- the Offer,

other than as set out below or elsewhere in this Prospectus.

No person has paid or agreed to pay any amount or has given or agreed to give any benefit to an underwriter, or a person named in this Prospectus as performing a function in a professional, advisory or other capacity in connection with the preparation or distribution of this Prospectus, other than as set out below or elsewhere in this Prospectus.

Price Sierakowski Corporate have acted as solicitors to the Offer and has performed legal work in relation to the Offer. The Company estimates as at the date of this Prospectus that it will pay amounts totalling approximately \$15,000 (excluding GST and disbursements) to Price Sierakowski for this work. Work in relation to the Offer after the date of this Prospectus will be charged at usual rates.

# JV Global Limited

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Zurich Securities Pty Ltd has acted as lead manager and corporate adviser to the Offer. Zurich Securities is a company controlled by Director Collin Vost. The Company will pay a fee of 6% fee on all funds raised under the Offer to Zurich Securities Pty Ltd for this work. Zurich Securities Pty Ltd will also be issued with 5,000,000 Shares and 5,000,000 Options with an exercise price of \$0.02 and an expiry date of 30 December 2010, in consideration for services rendered to the Company, subject to Shareholder approval at the Company's general meeting to be held on 3 July 2009. These securities will only be issued if minimum subscription under the Offer is achieved.

Subject to Shareholder approval being obtained at the general meeting of the Company on 3 July 2009, Cervantes Corporation Limited will receive 5,000,000 Shares in consideration for services rendered to the Company in connection with this Offer and the line of credit referred to in Section 4.3. Additional details regarding the issue of the securities to Cervantes Corporation Limited are contained in the Company's notice of meeting and explanatory statement released to ASX on 3 June 2009.

## 5.8 Expenses of the Offer

The expenses of the Offer are anticipated to be as follows:

	<b>Amount (\$)</b>
Legal fees	15,000
ASIC and ASX fees	7,000
Broker fees	75,000
Miscellaneous	3,000
<b>TOTAL</b>	<u>100,000</u>

## 5.9 Electronic Prospectus

Pursuant to Class Order 00/044, ASIC has exempted compliance with certain provisions of the Corporations Act to allow distribution of an electronic prospectus and electronic application form on the basis of a paper prospectus lodged with ASIC, and the publication of notices referring to an electronic prospectus or electronic application form, subject to compliance with certain conditions.

If you have received this Prospectus as an electronic Prospectus, please ensure that you have received the entire Prospectus accompanied by the relevant Application Form. If you have not, please contact the Company and the Company will send you, for free, either a hard copy or a further electronic copy of the Prospectus or both.

The Company reserves the right not to accept an Application Form from a person if it has reason to believe that when that person was given access to the electronic version of the form, it was not provided together with the electronic Prospectus and any relevant supplementary or replacement prospectus or any of those documents were incomplete or altered.

# JV Global Limited

## SECTION 6 INFORMATION AVAILABLE TO INVESTORS

The Company will provide a copy of each of the following documents, free of charge, to any investor who so requests prior to the Closing Date:

- (a) the Half Year Report for the Company for the period ended 31 December 2008;
- (b) the Annual Financial Report for the Company for the period ended 30 June 2008; and
- (c) the documents set out below used to notify ASX of information relating to the Company during the period after lodgement of the Annual Financial Report of the Company for the period ended 30 June 2008 and prior to the date of this Prospectus.

<b>Date</b>	<b>ASX Announcement</b>
04/06/2009	Initial Director's Interest Notice
04/06/2009	Initial Director's Interest Notice
04/06/2009	Final Director's Interest Notice
04/06/2009	Notice of General Meeting/Proxy Form
29/05/2009	Change to Board of Directors
18/05/2009	JV Global to raise capital for expansion
18/05/2009	CVS: Cervantes provide Expansion Support for JV Global
04/05/2009	Company Secretary Appointment/Resignation
30/04/2009	Appendix 4C – quarterly
16/04/2009	Company Secretary Appointment/Resignation
10/03/2009	Update on operations
09/03/2009	Details of Company Address
27/02/2009	Half Yearly Report and Accounts
16/02/2009	Letter to Shareholders re Fire at Arabian Profile Factory
10/02/2009	Response to ASX Query – Appendix 4C
06/02/2009	Resignation of Mr Peter Kailis
30/01/2009	Appendix 4C – quarterly
30/01/2009	Proposed Capital Raising
15/12/2008	Change of Director's Interest Notice
10/12/2008	Change of Director's Interest Notice
28/11/2008	Change of Director's Interest Notice
28/11/2009	Presentation at 2008 AGM
31/10/2008	Change of Director's Interest Notice
31/10/2008	Change of Director's Interest Notice
30/10/2008	Notice of Annual General Meeting/Proxy Form
30/10/2008	Appendix 4C – quarterly
21/10/2008	Change of Director's Interest Notice
10/10/2008	Change of Director's Interest Notice
01/10/2008	Section 708A notice
01/10/2008	Convertible Note Issue
01/10/2008	Change of Director's Interest Notice
01/10/2008	Change of Director's Interest Notice
01/10/2008	Annual Report to Shareholders

All of the above documents are also available from the ASX webpage at [www.asx.com.au](http://www.asx.com.au).

# JV Global Limited

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## SECTION 7 DIRECTORS' CONSENT

This Prospectus is dated 2 July 2009 and is issued by JV Global Limited.

The Directors have made all reasonable enquires and on that basis have reasonable grounds to believe that any statements made by the Directors in this Prospectus are not misleading or deceptive and that in respect to any other statements made in this Prospectus by persons other than Directors, the Directors have made reasonable enquires and on that basis have reasonable grounds to believe that persons making the statement or statements were competent to make such statements, those persons have given their consent to the statements being included in this Prospectus in the form and context in which they are included and have not withdrawn that consent before lodgement of this Prospectus with ASIC, or to the Directors knowledge, before any issue of New Shares pursuant to this Prospectus.

This Prospectus is prepared on the basis that certain matters may reasonably be expected to be known to likely investors or their professional advisors.

Each of the Directors of JV Global Limited has consented to the lodgement of this Prospectus in accordance with section 720 of the Corporations Act and has not withdrawn that consent.

Signed for and on behalf of JV Global Limited.



Peter Burns  
Chairman  
2 July 2009



# JV Global Limited

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## SECTION 8 DEFINITIONS

**Allotment Date** means the date on which the Directors resolve to allot and issue the New Shares.

**Application Form** means the application form accompanying this Prospectus.

**Applicant** means an applicant for New Shares who duly completes an Application Form and pays the applicable Application Money.

**Application** means a valid application for New Shares under this Prospectus.

**Application Money** means the aggregate amount of money payable for New Shares applied for in the Application Form.

**ASIC** means the Australian Securities and Investments Commission.

**ASX** means ASX Limited (ABN 98 008 624 691).

**Business Day** means any day which is defined to be a Business Day pursuant to Listing Rule 19.12 of the Listing Rules.

**CHESS** means Clearing House Electronic Sub-register System of ASX Settlement and Transfer Corporation Pty Ltd (ACN 008 504 532).

**Closing Date** means 5:00pm (WST) on 3 August 2009 or such other date as may be determined by the Directors consistent with this Prospectus.

**Company** means JV Global Limited (ACN 009 142 125).

**Corporations Act** means the Corporations Act 2001 (Cth).

**Constitution** means the constitution of the Company.

**Directors** means the directors of the Company.

**Dollars** or **\$** means dollars in Australian currency.

**GST** means goods and service tax levied in Australia pursuant to A New Tax System (Goods and Services Tax) Act 1999 (Cth).

**Listing Rules** means the Listing Rules of the ASX.

**New Share** means a fully paid ordinary share in the Company issued pursuant to this Prospectus.

**New Shareholders** means any holders of New Shares in the Company.

**Offer** means the offer of 125,000,000 New Shares under this Prospectus.

**Option** means an option to acquire a Share in the capital of the Company.

**Prospectus** means this prospectus dated 2 July 2009.

**Share** means a fully paid ordinary share in the Company.

**Shareholder** means the holder of a Share as recorded in the register of the Company.

**WST** means Western Standard Time in Perth, Western Australia.

# JV Global Limited

## APPLICATION FORM

Please read all instructions on the reverse of this form

A Number of Shares applied for  
(Minimum 200,000 Shares then multiples of 25,000 Shares)

	A\$
--	-----

at 1 cent per Share

You may be allocated all of the Shares above or a lesser number

B Total amount Payable for Shares

	A\$
--	-----

C Full name details, tile, given name(s) (no initials) and surname or Company name

Broker reference – Stamp only	
Broker Code	Adviser Code

Name of applicant 1

--

Name of joint applicant, <account name> or trust name

--

D. Tax File No. or exempt category

--

E Full postal address

Number/Street


F Contact Details

Contact Name

--

Contact Daytime Telephone No.

--

Suburb/Town

--

State/Postcode

--

G Chess HIN (if applicable)

--

H. Priority Details

Are you an existing shareholder of JV Global Limited?	Yes/No
Are you an existing shareholder of Cervantes Corporation Limited?	Yes/No
Are you an existing shareholder of Baraka Petroleum Limited?	Yes/No
Are you an existing client of Zurich Securities Pty Ltd?	Yes/No

I Payment details. Please fill out your payment details below. Cheques should be made payable to **JV Global Limited – Share Offer Account**. For electronic funds transfer, the Company's account details are contained on the reverse side of this form.

**Cheque**

Drawer	Cheque Number	BSB Number	Account Number	Total amount of Chq

**EFT**

Account Name	Date of Transfer	BSB Number	Account Number	Total amount of Transfer

You should read the Prospectus dated 2 July 2009 carefully before completing this Application Form. The Corporations Act prohibits any person from passing on this Application Form (whether in paper or electronic form) unless it is attached to or accompanies a complete and unaltered copy of the Prospectus and any relevant supplementary prospectus (whether in paper or electronic form).

I/We declare that:

(a) this Application is completed according to the declaration/appropriate statements on the reverse of this form and agree to be bound by the constitution of the Company; and

(b) I/we have received personally a copy of the Prospectus accompanied by or attached to this Application, before applying for Shares

Return of the Application Form and payment of the Application Monies as set out on the reverse of this Application Form will constitute your offer to subscribe for Shares in the Company's share registry by no later than the Closing Date. Please note that the Company will not accept electronic lodgement of Application Forms.

## Guide to the Application Form

This Application Form relates to the offer of Shares in the Company pursuant to the Prospectus dated 2 July 2009. The expiry date of the Prospectus is the date which is 13 months after the date of the Prospectus. The Prospectus contains important information about investing in the Shares of the Company and investors should read this document carefully and seek professional advice is necessary before applying for Shares. A person who gives another person access to this Application Form must at the same time and by the same means provide the other person access to the Prospectus, and any supplementary prospectus (if applicable), without charge.

Please complete the all relevant sections of the Application Form using BLOCK LETTERS. These instructions are cross referenced to each section of the Application Form. Further particulars in the correct forms of registrable titles to use on the Application Form are contained in the table below.

- A Insert the number of Shares you wish to apply for. The Application must be for a minimum of 200,000 Shares and thereafter in multiples of 25,000 Shares.
- B Insert the relevant account Application Monies. To calculate your Application Monies, add the number of Shares applied for multiplied by 1 cent.
- C Write the full name you wish to appear on the statement of shareholdings. This must be either your own name or the name of the Company. Up to three joint Applicants may register. You should refer to the table below for the correct forms of registrable title. Applicants using the wrong form of title may be rejected. Clearing House Electronic Sib –Register System (CHES) participants should complete their name and address in the same format as that presently registered in the CHES system.
- D Enter your Tax File Number (TFN) or exemption category. Where applicable please enter the TFN for each joint Applicant. Collection of TFNs is authorised by taxation laws. Quotation for your TFN is not compulsory and will not affect your Application.
- E Please enter your postal address for all correspondence. All communications to you from the Shares Registry will be mailed to the person(s) and address as shown. For Joint Applicants, only one address can be entered.
- F Please enter your telephone number(s), area code, email address and contact name in case we need to contact you in relation to your Application.
- G The Company will apply to the ASX to participate in CHES, operated by the ASX Settlement and Transfer Corporation Pty Ltd, a wholly owned subsidiary of ASX. In CHES, the Company will operate an electronic CHES subregister of securities holdings and an electronic issuer sponsored subregister of securities holdings. Together the two subregisters will make up the Company's principal register of securities. The Company will not be issuing certificates to applicants in respect of securities allotted. If you are CHES participant (or are sponsored by a CHES participant) and you wish to hold securities allotted to you under this Application in uncertified form on the CHES subregister, complete Section G or forward your Application Form to your sponsoring participant for completion of this section prior to lodgement. Otherwise, leave Section G blank and on allotment, you will be sponsored by the Company and an SRN will be allocated to you. For Further information refer to the relevant section of the Prospectus.
- H Please note whether you are existing shareholder of Cervantes Corporation Limited, Baraka Petroleum Limited or the Company or an existing client of Zurich Securities Pty Ltd.
- I Please complete payment details as requested.  
Make your cheque payable to **JV Global Limited – Share Offer Account** in Australian currency and cross it "Not Negotiable" Your cheque must be drawn on an Australian Bank, and the amount should agree with the amount shown in section B. Sufficient cleared funds should be held in your account, as cheques returned unpaid are likely to result in your Application being rejected. Application Money can also be paid to the Company by electronic funds transfer as follows:  
Account Name: JV Global Limited – Share Offer Account  
Bank Name: National Australia Bank  
BSB: 086 006  
Account No: 895 759 383

Before completing the Application Form the Applicant(s) should read the Prospectus to which the Application relates. By lodging the Application Form, the Applicant(s) agrees that this Application is for shares in the Company upon and subject to the terms of this Prospectus, and agrees to take any number of Shares equal to or less than the number of Shares indicated in Section A that may be allotted to the Applicant(s) pursuant to the Prospectus and declares that all details and statements made are complete and accurate. It is not necessary to sign the Application Form.

**Lodgement of Applications:** Return your completed Application Form with cheque(s) attached to:

By Delivery	By Post
JV Global Limited C/- Zurich Securities Pty Ltd Shop 11 "South Shore Piazza" 85 South Perth Esplanade, South Perth WA 6151	JV Global Limited C/- Zurich Securities Pty Ltd PO Box 1196 South Perth WA 6951

Application Forms must be received no later than 3 August 2009 which may be changed at any time at the discretion of the Company.

### Correct form of Registrable Title

Note that only legal entities are allowed to hold Shares and Options. Applications must be in the name(s) of a natural person(s), companies or other legal entities acceptable to the Company. At least one full given name and the surname are required for each natural person. The name of the beneficiary or any other non-registrable title may be included by way of an account designation if completed exactly as described in the example of correct forms of registrable title below:

Type of Investor	Correct form of Registrable Title	Incorrect form of Registrable Title
Individual - Use Names in full, no initials	Mr John Alfred Smith	JA Smith
Minor ( a person under the age of 18) Use the name of a responsible adult, do not use the name of a minor.	John Alfred Smith <Peter Smith>	Peter Smith
Company - Use Company title, not abbreviations	ABC Pty Ltd	ABC P/L ABC Co
Trusts - Use trustee(s) personal name(s), do not use the name of the trust	Mrs Sue Smith <Sue Smith Family A/C>	Sue Smith Family Trust
Deceased Estates - Use executor(s) person name(s), do not use the name of the deceased	Ms Jane Smith <Est John Smith A/C>	Estate of Late John Smith
Partnerships - Use partners personal names, do not use the name of the partnership	Mr John Smith & Mr Michael Smith <John Smith and Son A/C>	John Smith and Son