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Tuesday, 19 September, 2017

Dear Ms Codreanu,

**A\$4.1 million capital raising**

Attached is an announcement by MainstreamBPO Limited (ASX: MAI) in relation to a pro-rata accelerated non-renounceable entitlement offer.

Yours sincerely,

A handwritten signature in blue ink, appearing to read 'Alicia Gill'.

Alicia Gill  
Company Secretary  
**MainstreamBPO Limited**

## ASX Announcement

### MainstreamBPO Limited launches A\$4.1 million capital raising

MainstreamBPO Limited (MAI.ASX) (the Company) is seeking to raise approximately A\$4.1 million in new equity to fund the settlement of the acquisition of the IRESS Superannuation Administration business as previously announced to the market on 13 June 2017. The capital raising will be undertaken through a fully underwritten 1 for 12 pro rata accelerated non-renounceable entitlement offer at \$0.50 per share to raise approximately A\$4.1 million (**Entitlement Offer**).

### Highlights

- 1 for 12 accelerated non-renounceable pro rata entitlement offer at \$0.50 per share, to raise approximately \$4.1 million comprising;
  - an institutional entitlement offer to raise approximately A\$2.9 million; and
  - a retail entitlement offer to raise approximately A\$1.2 million
- The Entitlement Offer is fully underwritten by Baillieu Holst Ltd.

### Entitlement Offer

The Entitlement Offer comprises a 1 for 12 accelerated non-renounceable pro rata entitlement offer to raise approximately A\$4.1 million. The Entitlement Offer is being offered at a price of A\$0.50 per share (**Offer Price**), which represents a discount of 3.85% to the closing price of A\$0.52 on 18 September 2017 and a discount of 3.6% to the theoretical ex-rights price.

Under the Entitlement Offer, eligible shareholders are invited to subscribe for 1 fully paid ordinary share in the Company (Share) for every 12 Shares (Entitlement) held as at 7pm (AEST) on Thursday, 21 September 2017.

The Entitlement Offer comprises a non-renounceable entitlement offer to institutional shareholders (Institutional Entitlement Offer) and to retail shareholders (Retail Entitlement Offer).

The Entitlement Offer is fully underwritten by Baillieu Holst Ltd.

New shares issued under the Entitlement Offer will rank equally with existing ordinary shares.

### Use of funds

The Company intends to use the proceeds from the Entitlement Offer to fund the settlement of the acquisition of the IRESS Superannuation Administration business (as announced to the ASX on 13 July 2017) and working capital requirements of the Company.

### Additional information on the Entitlement Offer

#### Institutional Entitlement Offer

Eligible institutional shareholders will be invited to participate in the Institutional Entitlement Offer, which will commence on Tuesday, 19 September 2017. Eligible institutional shareholders can choose to take up all, part or none of their Entitlement.

Entitlements that eligible institutional shareholders do not take up by the close of the Institutional Entitlement Offer, and Entitlements that would otherwise have been offered to ineligible institutional shareholders, will be sold through the institutional shortfall bookbuild at the Offer Price on Wednesday, 20 September 2017 (Institutional Shortfall Bookbuild).

Eligible institutional shareholders will be those with registered addresses in Australia and New Zealand only.

The Company's shares have been placed in trading halt whilst the Institutional Entitlement Offer and Institutional Shortfall Bookbuild are undertaken.

### **Retail Entitlement Offer**

Eligible retail shareholders will be invited to participate in the Retail Entitlement Offer at the same Offer Price and offer ratio as the Institutional Entitlement Offer (Retail Entitlement Offer). The Retail Entitlement Offer will open at 10:00am (AEST) on Tuesday, 26 September 2017 and close at 5pm (AEDST) on Wednesday, 11 October 2017.

Eligible retail shareholders will be those with registered addresses in Australia and New Zealand only. Eligible retail shareholders can choose to take up all, part or none of their Entitlement.

Entitlements which are not taken up by eligible retail shareholders by the close of the Retail Entitlement Offer and Entitlements that would otherwise have been offered to ineligible retail shareholders will be sold through a retail shortfall bookbuild at the Offer Price on Tuesday, 17 October 2017 (Retail Shortfall Bookbuild).

Eligible retail shareholders who apply for their Entitlement in full may apply for additional Shares under the Retail Shortfall Bookbuild. If eligible retail shareholders subscribe for more Shares than are available under the Retail Shortfall Bookbuild, the Company will apply a scale-back procedure to ensure a fair allocation of the shortfall.

Eligible retail shareholders wishing to participate in the Retail Entitlement Offer should carefully read the Retail Offer Booklet and accompanying personalised Entitlement and Acceptance Form which are expected to be despatched on or around Tuesday, 26 September 2017. Copies of the retail offer booklet will be available on the ASX website ([www.asx.com.au](http://www.asx.com.au)) from Wednesday, 27 September 2017.

## Indicative Timetable

Event	Date
Announcement of Equity Raising	19 September 2017
Institutional Entitlement Offer opens	19 September 2017
Institutional Entitlement Offer bookbuild	19 – 20 September 2017
MAI shares recommence trading	21 September 2017
Entitlement Offer Record Date (7pm AEST time)	21 September 2017
Settlement of New Shares issued under Institutional Entitlement Offer	26 September 2017
Retail Offer Document and Application and Entitlement Forms Dispatch to Eligible Retail Shareholders	26 September 2017
Retail Entitlement Offer opens	26 September 2017
Allotment and commencement of trading of New Shares issued under Institutional Entitlement Offer	27 September 2017
Retail Entitlement Offer closes (5pm AEDST time)	11 October 2017
Settlement of New Shares under the Retail Entitlement Offer	17 October 2017
Allotment and issue of New Shares under the Retail Entitlement Offer	18 October 2017
Quotation and commencement of trading of New Shares issued under the Retail Entitlement Offer	19 October 2017
*Dates and times are indicative only and subject to change. All times refer to Australian Eastern Standard Time (AEST) up to, and including 30 September 2017 and Australian Eastern Daylight Savings Time (AEDST) from 1 October 2017 onwards	

*The above timetable is indicative only and subject to approval by ASX. The commencement of quotation of Shares is subject to approval by ASX. The Company reserves the right to vary any of the above dates without notice subject to the requirements of the Corporations Act, the Listing Rules and any other applicable laws, including extending the Entitlement Offer or accepting late applications, either generally or in particular cases, without notice. Any extension of the Entitlement Offer will have a consequential effect on the issue date of the Shares.*