

21 May 2018

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ASX Limited

INSTITUTIONAL PLACEMENT AND SHARE PURCHASE PLAN

BluGlass Limited (the **Company**) is pleased to announce that it has raised approximately A\$9.2 million from institutional, professional and sophisticated investors at A\$0.37 per share (**Issue Price**) (**Placement**).

The Company is also pleased to announce that it will undertake a Share Purchase Plan under which eligible shareholders of the Company with addresses in Australia and New Zealand will be provided with an opportunity to subscribe for up to A\$15,000 worth of new fully paid ordinary shares at the same Issue Price to raise up to approximately A\$5,000,000 (**SPP**).

The funds raised under the Placement and SPP (after costs) are intended to be used to:

- Acquire additional MOCVD equipment to build and demonstrate applications by retrofitting MOCVD equipment with RPCVD on commercial platforms;
- Undertake a major facilities upgrade to expand current infrastructure to assist in the acceleration of RPCVD development; and
- To strengthen the Company's balance sheet to exploit market opportunities and help fund the planned increase in activity.

The Issue Price of A\$0.37 per share under the Placement and the SPP represents an 8.6% discount to the Company's closing share price on 16 May 2018 and an 11.4% discount to the Company's 5-day volume weighed average price ending on 16 May 2018 (**VWAP**).

The Company appointed Wilsons Corporate Finance Limited (ABN 65 057 547 323) (**Lead Manager**) and Stifel Nicolaus Europe Limited (**International Manager**) to act as Managers and Bookrunners to the Placement.

BluGlass Managing Director Giles Bourne said, "We are very pleased to see the significant cornerstone support from global institutional funds. These funds have invested alongside domestic institutional and retail investors. Proceeds from the placement will enable BluGlass to expedite its technical and commercial goals with our collaborative partners and deliver commercial outcomes for our proprietary RPCVD technology."

Placement

The Company has received commitments under the Placement for approximately 24.9 million fully paid ordinary shares (**Placement Shares**) to raise approximately A\$9.2 million. Settlement of the Placement is expected to occur on Thursday, 24 May 2018 and the Placement Shares are expected to be allotted on Friday, 25 May 2018.

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The issue of the Placement Shares will be made by the Company using its existing placement capacity under ASX Listing Rule 7.1 and, accordingly, shareholder approval is not required. The new shares issued under the Placement will rank equally with existing fully paid ordinary shares on issue.

Share Purchase Plan

The Company will offer existing eligible shareholders an opportunity to acquire additional fully paid ordinary shares at the same price as the Placement, being A\$0.37 per share, under the SPP.

The SPP will be open to any person who is registered as a shareholder of the Company on **18 May 2018 (Record Date) at 7.00pm (Sydney time)**, and the person's address recorded in the Company's register of members at that time is in Australia or New Zealand (provided that such shareholder is not a U.S. Person (as defined in Regulation S under the United States Securities Act of 1933, as amended) or acting for the account or benefit of a U.S. Person (**Eligible Shareholders**)). Offers to acquire shares under the SPP will be non-renounceable, meaning that a person cannot transfer a right to acquire shares offered under the SPP to another person. Participation in the SPP is optional.

Each Eligible Shareholder will be invited to subscribe for new fully paid ordinary shares in the Company in parcels with an aggregate issue price of either A\$2,000, A\$5,000, A\$7,000, A\$10,000 or A\$15,000 free of brokerage and transaction costs, irrespective of the size of their shareholding.

The Company may, in its absolute discretion, elect to scale-back the maximum amount per shareholder if total demand exceeds A\$5,000,000 or any other amount determined by the directors. If there is a scale back, the Company may allocate less than the number of SPP Shares applied for by each Eligible Shareholder. Factors that the Company may take into account in determining any scale-back if required may include compliance with regulatory requirements, the amount applied for by each shareholders under the SPP, the number of shares held at the Record Date and the number of shares held at the close of the SPP offer period.

As with the Placement, shares issued under the SPP will rank equally from the date of their issue with the other fully paid ordinary shares in the Company then on issue.

The SPP offer opens on Tuesday, 22 May 2018 and is expected to close at 7.00pm (Sydney time) on Tuesday, 12 June 2018 (subject to extension of timetable by the Company). The SPP Terms and Conditions and a personalised Application Form will be despatched to all Eligible Shareholders on or around Tuesday, 22 May 2018.

Indicative Timetable

Event	Date
Placement	
Completion of Placement	Pre-market open on Monday, 21 May 2018
Placement Shares Settlement Date	Thursday, 24 May 2018
Placement Shares Allotment Date	Friday, 25 May 2018
Quotation of Placement Shares	Friday, 25 May 2018
SPP	
Record date to identify shareholders who may participate in the SPP offer	18 May 2018 at 7.00pm
Open of SPP offer and despatch of SPP Offer Booklet to Eligible Shareholders	22 May 2018
Close of SPP offer	12 June 2018 at 7:00pm
Announce results of SPP offer	19 June 2018
SPP Shares Allotment Date	20 June 2018
Quotation of SPP Shares	21 June 2018

Each reference to a date and time in the table above refers to the date and time in Sydney, Australia. These dates and times are indicative only. The Company reserves the right, and has the discretion, to change all dates and times at any time without prior notice, subject to the ASX Listing Rules and the *Corporations Act 2001* (Cth).

Further information

If you require any further information, or have any questions, in relation to the Placement or the SPP you can contact the Company's Shareholder Information line on (02) 9334 2300 from 9:00am to 5:00pm (Sydney time) Monday to Friday.

Disclaimer

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