



16 July 2020

ASX Market Announcements  
ASX Limited  
Level 6, Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

**Helloworld Travel Limited (ASX Code: HLO)**

**Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)**

This notice is given by Helloworld Travel Limited ACN 091 214 998 (**Company**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by the Australian Securities and Investments Commission Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 (**ASIC Instruments**). Where applicable, references in this notice to sections of the Corporations Act are to those sections as modified by the ASIC Instruments.

The Company today announced a fully underwritten placement to professional and institutional investors of new fully paid ordinary shares in the Company (**New Shares**) (**Placement**) to raise up to approximately \$27 million and an accelerated non-renounceable pro-rata entitlement offer of approximately 13,857,871 New Shares in the Company to raise up to approximately \$23 million (**Entitlement Offer** and, together with the Placement, the **Offer**).

Under the Entitlement Offer, eligible shareholders of the Company will be entitled to subscribe for 1 New Share for every 9 ordinary shares they hold in the Company as at 7.00 pm (Melbourne, Australia time) on the record date, being 20 July 2020. Each New Share issued under the Entitlement Offer will be issued at an issue price of \$1.65. The Entitlement Offer consists of an institutional component, to be conducted over the next 24 – 48 hours and a retail component, which is open from 23 July 2020 to 3 August 2020, unless extended.

With respect to the Entitlement Offer, the Company advises that:

- (a) the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act as modified by the ASIC Instruments;

- (c) as at the date of this notice, the Company has complied with:
  - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
  - (ii) section 674 of the Corporations Act as it applies to the Company;
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act; and
- (e) the potential effect of the issue of New Shares on the control of the Company and the consequences of that effect will depend on a number of factors, including investor demand, existing shareholdings in the Company and the extent to which eligible shareholders take up New Shares under the Entitlement Offer. However, having regard to the terms of the Entitlement Offer which is structured as a pro rata issue, the underwriting arrangements for the Entitlement Offer and the nature of the underwriter, at this time, the Company does not expect that any person will increase their percentage shareholding in the Company in a way which will have a material impact on the control of the Company and does not expect any material consequences to flow from that.

Yours sincerely



**David Hall**  
**Chief Financial Officer**  
**and Company Secretary**  
**Helloworld Travel Limited**