



Announcement Summary

Entity name

GLENNON SMALL COMPANIES LIMITED

Announcement Type

New announcement

Date of this announcement

Wednesday October 28, 2020

The Proposed issue is:

☒ A non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

Total number of +securities proposed to be issued for a non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

ASX +security code	+Security description	Maximum Number of +securities to be issued
n/a	Resettable Redeemable Convertible Preference Shares	570,000

Closing date for receipt of acceptances

Thursday November 26, 2020

Proposed +issue date

Wednesday December 2, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

GLENNON SMALL COMPANIES LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ACN

Registration Number

605542229

1.3 ASX issuer code

GC1

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Wednesday October 28, 2020

1.6 The Proposed issue is:

☒ A non-+pro rata offer of +securities under a +disclosure document or +PDS



Part 5 - Details of proposed non-pro rata offer under a disclosure document or PDS

Part 5A - Conditions

5A.1 - Are any of the following approvals required for the non-pro rata offer of securities under a disclosure document or PDS?

- Security holder approval
- Court approval
- Lodgement of court order with ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 5B - Offer details

Is the proposed security a 'New class' (securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ New class

Will the proposed issue of this security include an offer of attaching securities?

☒ No

Details of securities proposed to be issued

ISIN Code (if Issuer is a foreign company and securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed securities are appropriate and equitable under listing rule 6.1?

☒ Yes

Will the entity be seeking quotation of the 'new' class of securities on ASX?

☒ Yes

ASX security code

New class-code to be confirmed

Security description

Resettable Redeemable Convertible Preference Shares

Security type

Redeemable preference shares/units

The number of securities to be offered under the disclosure document or PDS

570,000



Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?

☒ No

Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?

☒ Yes

Is the minimum acceptance unit based or dollar based?

☒ Unit based

Please enter the minimum acceptance value

500

Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?

☒ No

Offer price details

Has the offer price been determined?

☒ Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 10.00000

Oversubscription & Scale back details

Will the entity be entitled to accept over-subscriptions?

☒ No

Will a scale back be applied if the offer is over-subscribed?

☒ Yes

Describe the scale back arrangements

Applicants who are not allocated any RRCPS or are allotted fewer RRCPS than the number applied and paid for as a result of a scale back, will have all or some of their application monies (as applicable) refunded (without interest) as soon as practicable after the issue date

Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

Redeemable preference shares/units details

**These securities are:**

Convertible

Type of security

Hybrid Security

+Security currency

AUD - Australian Dollar

Face value

AUD 10.0000

Interest rate type

Fixed rate

Frequency of coupon/interest payments per year

Semi-annual

First interest payment date

Wednesday March 31, 2021

Interest rate per annum

5.60000 %

Is the interest rate per annum estimated at this time?☒ No**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exemption status unknown

Is the +security perpetual (ie. no maturity date)?☒ No**Maturity date**

Monday September 30, 2030

Select other features applicable to the +security

- ☒ Cumulative
- ☒ Exchangeable
- ☒ Redeemable
- ☒ Reset

Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?☒ Yes**If yes, what is the first trigger date**

Wednesday March 31, 2021

Details of the type of +security that will be issued if the securities to be quoted are converted, transformed or exchanged

GC1 : ORDINARY FULLY PAID

Number of +securities that will be issued if the +securities to be quoted are converted, transformed or exchanged

6,627,907

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.



5C.1 Lodgement date of +disclosure document or +PDS with ASIC

Wednesday October 28, 2020

5C.2 Date when +disclosure document or +PDS and acceptance forms will be made available to investors

Thursday November 5, 2020

5C.3 Offer open date

Thursday November 5, 2020

5C.4 Closing date for receipt of acceptances

Thursday November 26, 2020

5C.6 Proposed +issue date

Wednesday December 2, 2020

Part 5D - Listing Rule requirements

5D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☒ No

5D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

5D.1b (i) How many +securities are proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

6,627,907

5D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

5D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☒ No

Part 5E - Fees and expenses

5E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

5E.1a Who is the lead manager/broker?

Acacia Partners Pty Ltd

5E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

\$95,000 (plus GST)

5E.2 Is the proposed offer to be underwritten?

☒ No



5E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

5E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Refer to prospectus for estimated fees in relation to legal, administration, ASX listing fees etc

Part 5F - Further Information

5F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The purpose of the Offer is to raise additional funds to expand GC1's investment portfolio in accordance with the established investment strategy in order to generate further growth in net investment earnings over time.

5F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

☒ No

5F.2 Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority

GC1 will endeavour to provide Applicants under the Priority Offer with an Allocation of at least 500 RRCPS. However, GC1 does not guarantee any minimum Allocation under the Priority Offer and the extent of any Allocation will ultimately depend on the total level of Applications under the Offer.

GC1 has the absolute discretion to determine the method and extent of the Allocation to Applicants under the Priority Offer.

In particular, GC1, in consultation with the Lead Manager, reserves the right (at its discretion) to:

- (i) allocate to any Shareholder all RRCPS for which they have applied; or
- (ii) allocate to any Shareholder a lesser number of RRCPS for which they have applied, or none at all.

5F.3 URL on the entity's website where investors can download the +disclosure document or +PDS

<https://www.glennonsmallcompanies.com.au/>

5F.4 Any other information the entity wishes to provide about the proposed offer