



Announcement Summary

Entity name

UNITI GROUP LIMITED

Announcement Type

New announcement

Date of this announcement

Wednesday December 16, 2020

The Proposed issue is:

☒ An offer of securities under a securities purchase plan

Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan

ASX +security code	+Security description	Maximum Number of +securities to be issued
UWL	ORDINARY FULLY PAID	6,666,666

+Record date

Tuesday December 15, 2020

Offer closing date

Wednesday January 20, 2021

+Issue date

Wednesday January 27, 2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

UNITI GROUP 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

158957889

1.3 ASX issuer code

UWL

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Wednesday December 16, 2020

1.6 The Proposed issue is:

☒ An offer of +securities under a +securities purchase plan



Part 4 - Details of proposed offer under securities purchase plan

Part 4A - Conditions

4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?

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

☒ No

Part 4B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

UWL : ORDINARY FULLY PAID

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

☒ No

Details of +securities proposed to be issued

ASX +security code and description

UWL : ORDINARY FULLY PAID

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

6,666,666

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

☒ Yes



Describe the maximum subscription condition

The maximum amount that may be raised under the share purchase plan offer (SPP Offer) is \$10,000,000

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?

☒ Dollar based (\$)

Please enter the minimum acceptance value

\$ 1,000

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

☒ Yes

Is the maximum acceptance unit based or dollar based?

☒ Dollar based (\$)

Please enter the maximum acceptance value

\$ 30,000

Describe all the applicable parcels available for this offer in number of securities or dollar value

N/A - Eligible shareholder may subscribe for parcels of any description between the minimum acceptance amount (\$1000) and the maximum acceptance amount (\$30,000)

Offer price details

Has the offer price been determined?

☒ No

How and when will the offer price be determined?

The lesser of \$1.50 (being the amount offered under the private placement also announced on 16 December 2020) and a 2% discount to the volume weighted average price of ordinary shares in UWL on the ASX during the five trading days up to and including the day the SPP Offer closes.

Oversubscription & Scale back details

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

☒ Yes

Describe the scale back arrangements

To the extent that the SPP Offer results in acceptances in excess of \$10 million, UWL will scale back acceptances on a pro rata basis, based on securities applied for under the SPP Offer.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes



Part 4C - Timetable

4C.1 Date of announcement of +security purchase plan

Wednesday December 16, 2020

4C.2 +Record date

Tuesday December 15, 2020

4C.3 Date on which offer documents will be made available to investors

Wednesday December 23, 2020

4C.4 Offer open date

Wednesday December 23, 2020

4C.5 Offer closing date

Wednesday January 20, 2021

4C.6 Announcement of results

Monday January 25, 2021

4C.7 +Issue date

Wednesday January 27, 2021

Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?

☒ Yes

Part 4E - Fees and expenses

4E.1 Will there be a lead manager or broker to the proposed offer?

☒ No

4E.2 Is the proposed offer to be underwritten?

☒ No



4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

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

Nil.

Part 4F - Further Information

4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The purpose for which the New UWL Shares are to be issued is to partially pay for the consideration of the acquisition of the Velocity® assets owned by Telstra as announced to ASX on 16 December 2020.

4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

☒ No

4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer

All countries other than Australia or New Zealand (subject to the eligibility requirements as set out in the terms of the SPP Offer)

4F.3 URL on the entity's website where investors can download information about the proposed offer

<https://unitigrouplimited.com/>

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

Nil.