

ASX Announcement (UWL)

Letter to Uniti Shareholders - Scheme Booklet and Scheme Meetings

10 June 2022: Uniti Group Limited (Uniti or Company) (ASX:UWL) refers to the announcement made on Tuesday, 7 June 2022 that the Federal Court had approved the convening of the Scheme Meetings and distribution of a Scheme Booklet in relation to the proposed acquisition of 100% of Uniti by MBC BidCo Pty Ltd, an entity wholly owned by a consortium comprising The Morrison & Co Infrastructure Partnership, Commonwealth Superannuation Corporation and BIF IV One Holdings LP (a special purpose limited partnership managed by Brookfield), by way of a scheme of arrangement (Scheme).

The letter attached as Annexure A, along with an accompanying personalised proxy form, has been dispatched today by post to Uniti Shareholders who have not previously elected to receive communications electronically. The letter contains details on where the Scheme Booklet can be viewed and downloaded, and on the Scheme Meetings.

An email containing similar information has been dispatched to those Uniti Shareholders who have elected to receive communications electronically.

Uniti Shareholders who have elected to receive full copies of notice of meetings via post have been dispatched a hard copy of the Scheme Booklet via post, enclosing a proxy form for the Scheme Meetings.

Unless otherwise indicated, capitalised terms used in this announcement have the meaning given to them in the Scheme Booklet dated 7 June 2022.

This announcement is authorised for release by the Uniti Board.

Further Information

If you have any questions in relation to the Scheme or the Scheme Booklet, please contact the Uniti Shareholder Information Line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia), Monday to Friday (excluding public or bank holidays in Adelaide or Sydney, Australia) between 9.00am and 5.00pm AEST (Sydney, Melbourne).

For further information, contact as below:


Investors

Ashe-Lee Jegathesan – Company Secretary

P – 03 9034 7897

E – investors@unitigrouplimited.com

W – <https://unitigrouplimited.com/investors>



Annexure A – Letter to Uniti Shareholders

Scheme Booklet & Scheme Meeting

Important Information for Uniti Shareholders

Dear Uniti Shareholder

As announced by Uniti Group Limited (Uniti) to the ASX on 7 June 2022, the Federal Court of Australia has ordered that Uniti convene the General Scheme Meeting and Rollover Shareholders Scheme Meeting (together, **Scheme Meetings**) for the purposes of Uniti Shareholders considering and voting on a scheme of arrangement (**Scheme**) for the proposed acquisition of Uniti by MBC BidCo Pty Ltd (a company indirectly wholly owned by a consortium comprising The Morrison & Co Infrastructure Partnership, Commonwealth Superannuation Corporation and BIF IV One Holdings LP).

Uniti Directors unanimously recommend that you vote in favour of the Scheme, in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Scheme is in the best interests of Uniti Shareholders.¹

Scheme Booklet

Uniti is pleased to provide you with a copy of the scheme booklet in connection with the Scheme (**Scheme Booklet**), which contains important information for your consideration about the Scheme and Notice of Scheme Meetings. Capitalised terms not otherwise defined in this letter have the meaning given to them in the Scheme Booklet.

The Scheme Booklet with the Notice of General Scheme Meeting and Notice of Rollover Shareholders Scheme Meeting is available electronically for viewing and downloading at www.unitigrouplimited.com/SchemeMeeting. If you would like to obtain a hard copy of the Scheme Booklet or the Notice of General Scheme Meeting and/or Notice of Rollover Shareholders Scheme Meeting, please contact the Uniti Shareholder Information Line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) at any time between 9.00am and 5.00pm (Sydney, Melbourne), Monday to Friday.

General Scheme Meeting and Rollover Shareholder Scheme Meeting Details

The General Scheme Meeting will be held at 9.30am AEST (Sydney, Melbourne) on Friday, 15 July 2022, virtually through the online meeting platform at web.lumiagm.com/381-257-625.

The Rollover Shareholders Scheme Meeting is to be held immediately after the General Scheme Meeting on Friday, 15 July 2022, in person at 22 Salmon Street, Port Melbourne, Victoria 3207.

If you are registered on the Uniti Share Register at 7.00pm AEST (Sydney, Melbourne) on Wednesday, 13 July 2022, you will be entitled to vote on the Scheme.

Further information on how to participate and vote in the relevant Scheme Meeting and ask questions during the relevant Scheme Meeting is set out in the Notice of General Scheme Meeting and Notice of Rollover Shareholders Scheme Meeting and in the Scheme Meeting Online Guide available electronically for viewing and downloading at www.unitigrouplimited.com/SchemeMeeting.

Appointing a proxy to vote on the Scheme Resolutions

Enclosed with this letter is a paper copy proxy form for the relevant Scheme Meeting and a reply paid envelope. You can submit your proxy in accordance with the instructions set out on the proxy form.

Alternatively, Uniti has provided the option of providing a proxy online. To appoint a proxy, for General Shareholders please go to <https://www.votingonline.com.au/uwlsm2022> or for Rollover Shareholders please go to <https://www.votingonline.com.au/uwlrollersm2022>, and follow the prompts.

¹ Note that the Uniti Directors make this recommendation only in respect of the Cash Consideration. As the Rollover Shareholders have already elected to receive Scrip Consideration for a proportion of their holding of Uniti Shares, the Uniti Board did not make any recommendation in relation to whether the Rollover Shareholders should make an Election to receive Scrip Consideration. You should also note when considering this recommendation, Uniti's Chief Executive Officer and Managing Director, Mr Simmons has elected to receive Scrip Consideration in respect of 2,000,000 Uniti Shares he owns and/or controls.

To be effective, proxy appointments must be received by the Uniti Registry by 9.30am AEST (Sydney, Melbourne) on Friday, 13 July 2022 (or, if the meeting is adjourned or postponed, no later than 48 hours before the resumption of the meeting in relation to the resumed part of the meeting).

Further queries and support

For more information, please refer to the Scheme Booklet. If you have any questions, or if you would like to obtain a hard copy of the Scheme Booklet and Notice of General Scheme Meeting and/or Notice of Rollover Shareholders Scheme Meeting please contact the Uniti Shareholder Information Line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) at any time between 9.00am and 5.00pm (Sydney, Melbourne), Monday to Friday.

Yours faithfully



Graeme Barclay Chairman

Uniti Group Limited

Dated 10 June 2022



Scan this QR code to access the online meeting platform, web.lumiagm.com/381-257-625.