



Announcement Summary

Entity name

ATLAS ARTERIA

Announcement Type

New announcement

Date of this announcement

14/9/2022

The Proposed issue is:

☒ An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
ALX	FPO STAP US PROHIBITED EXCLUDING QUP	491,804,219

Trading resumes on an ex-entitlement basis (ex date)

16/9/2022

+Record date

16/9/2022

Offer closing date for retail +security holders

6/10/2022

Issue date for retail +security holders

13/10/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

ATLAS ARTERIA

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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

other

Registration Number

Atlas Arteria International Limited (ARBN 141 528 841)

Atlas Arteria Limited (ABN 56 141 075 201)

1.3 ASX issuer code

ALX

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

14/9/2022

1.6 The Proposed issue is:

☒ An accelerated offer

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

☒ No

Part 3B - 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

ALX : FPO STAP US PROHIBITED EXCLUDING QUP

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)?

☒ Existing class

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

☒ No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

ALX : FPO STAP US PROHIBITED EXCLUDING QUP

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

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)

AU0000013559

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

☒ Yes

The quantity of additional +securities For a given quantity of +securities

**to be issued**

100

held

195

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

491,804,219

Offer price details for retail security holders**Has the offer price for the retail offer been determined?**☒ Yes**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 6.30000

Offer price details for institutional security holders**Has the offer price for the institutional offer been determined?**☒ Yes**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 6.30000

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**☒ Yes**Describe the limits on over-subscription**

Under the Retail Entitlement Offer, Eligible Retail Holders that take up their full Entitlement may also apply for Additional New Stapled Securities in excess of their Entitlement, up to a maximum of 25% of their Entitlement ("Oversubscription Facility")

Will a scale back be applied if the offer is over-subscribed?☒ Yes**Describe the scale back arrangements**

If eligible retail ALX stapled securityholders apply for more additional new stapled securities than available under the Oversubscription Facility, ALX will scale back applications for additional new stapled securities in ALX in its absolute discretion having regard to the pro-rata entitlement of eligible retail ALX stapled securityholders who apply for additional new stapled securities.

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



Part 3D - Timetable

3D.1a First day of trading halt

13/9/2022

3D.1b Announcement date of accelerated offer

14/9/2022

3D.2 Trading resumes on an ex-entitlement basis (ex date)

16/9/2022

3D.5 Date offer will be made to eligible institutional +security holders

14/9/2022

3D.6 Application closing date for institutional +security holders

15/9/2022

3D.8 Announcement of results of institutional offer

(The announcement should be made before the resumption of trading following the trading halt)

16/9/2022

3D.9 +Record date

16/9/2022

3D.10a Settlement date of new +securities issued under institutional entitlement offer

26/9/2022

3D.10b +Issue date for institutional +security holders

27/9/2022

3D.10c Normal trading of new +securities issued under institutional entitlement offer

28/9/2022

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

21/9/2022

3D.12 Offer closing date for retail +security holders

6/10/2022

3D.13 Last day to extend retail offer close date

3/10/2022



3D.19 +Issue date for retail +security holders and last day for entity to announce results of retail offer

13/10/2022

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

3E.1a Who is the lead manager/broker?

Royal Bank of Canada (trading as RBC Capital Markets) (ACN 076 940 880) and UBS Securities Australia Limited (ABN 62 008 586 461)

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Each lead manager is entitled to respective portions of:

- An underwriting fee of 1.3% of the entitlement offer proceeds; and
- a management and selling fee of 0.3% of the entitlement offer proceeds; and
- at ALX's absolute discretion, an incentive fee of up to an aggregate of 0.15% of the entitlement offer proceeds.

UBS Securities Australia Limited is entitled to a structuring and advisory fee of 0.15% of the entitlement offer proceeds.

ALX may pay, in its absolute discretion, one or both lead managers an incentive fee of up to an aggregate of 0.15% of the entitlement offer proceeds (having regard to any factors agreed between ALX and the lead managers).

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

Royal Bank of Canada (trading as RBC Capital Markets) (ACN 076 940 880) and UBS Securities Australia Limited (ABN 62 008 586 481)

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

100%

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

Refer to response to 3E.1b

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

See pages 74 to 77 of the Investor Presentation lodged with ASX on Wednesday, 14 September 2022 in connection with the Offer and Acquisition.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

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

☒ No



3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

N/A

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Refer to page 38 of the Investor Presentation.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Retail Offer: all countries other than AU and NZ. Institutional Offer: All countries other than Australia and the foreign counties (to the extent permitted in those foreign counties) as set out on pages 79 to 85 of the Investor Presentation.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☒ No

3F.6 URL on the entity's website where investors can download information about the proposed issue

www.alxentitlementoffer.com.au

3F.7 Any other information the entity wishes to provide about the proposed issue

N/A

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

☒ No

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

☒ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)