

XENITH IP GROUP LIMITED

ASX ANNOUNCEMENT

28 November 2016

Xenith IP Group Limited successfully completes Institutional Entitlement Offer

Highlights

- Fully underwritten Institutional Entitlement Offer successfully completed, raising approximately \$52.8 million
- Strong support shown by both existing and new institutional shareholders
- Xenith will recommence trading on Monday, 28 November 2016
- Retail Entitlement Offer opens on Friday, 2 December 2016

Overview

Xenith IP Group Limited (“Xenith”) (ASX:XIP), is pleased to announce the successful completion of the institutional component (“**Institutional Offer**”) of its 1 for 1.33 pro-rata non-renounceable entitlement offer (“**Entitlement Offer**”) as announced on Friday, 25 November 2016. The Entitlement Offer is being conducted to partially fund the acquisition of Griffith Hack, one of Australia’s leading specialist IP firms (the “**Acquisition**”).

The Institutional Offer was strongly supported and raised approximately \$52.8 million by way of a fixed price bookbuild at an offer price of \$2.40 (“**Offer Price**”) per new share (“**New Share**”). The Offer Price represents a 12.7% discount to the theoretical ex-rights price of \$2.75.

New Shares issued under the Institutional Offer will rank equally with existing shares on issue and are expected to settle on Thursday, 8 December 2016. New shares will be allotted on Friday, 9 December 2016 and will commence trading on a normal settlement basis on the Australian Securities Exchange (“**ASX**”) on the same day.

Xenith’s Managing Director, Stuart Smith, said: “*We are delighted with the exceptional support that our existing shareholders and new investors have shown towards the Entitlement Offer. The Acquisition is transformational for Xenith and brings together Shelston IP, Watermark and Griffith Hack. This is an exciting opportunity for Xenith to continue with its stated vision of becoming the leading IP services provider in the Asia Pacific region and we are very excited to work together with Griffith Hack and its existing team to grow the combined business under the Xenith banner.*”

Commencement of the Retail Entitlement Offer

The retail component of the Entitlement Offer (“**Retail Entitlement Offer**”) is fully underwritten and will raise approximately \$15.0 million through a 1 for 1.33 pro-rata non-renounceable entitlement offer at \$2.40 per share.

The Retail Entitlement Offer will open on Friday, 2 December 2016 and close at 5.00pm (Sydney time) on Tuesday, 13 December 2016.

Eligible retail shareholders with a registered address in Australia or New Zealand as at the Record Date of 7.00pm (Sydney time), Tuesday, 29 November 2016 (“**Eligible Retail Shareholders**”), have the opportunity to take up their entitlement of New Shares at the Offer Price, on the terms and conditions outlined in the Retail Offer Booklet to be sent to Eligible Retail Shareholders on or around Friday, 2 December 2016. The Retail Entitlement Offer is anticipated to close on Tuesday, 13 December 2016.

Please note that shareholders with a registered address outside Australia or New Zealand on the Record Date are ineligible to participate in the Retail Entitlement Offer.

It is important to note that the Retail Entitlement Offer is non-renounceable and there will be no trading of entitlements.

Xenith expects its trading halt to be lifted and Xenith shares to recommence trading on an ex-entitlement basis from market open on Monday, 28 November 2016.

Key dates*

Event	Date
Announcement of Completion of Institutional Entitlement Offer	Monday, 28 November 2016
Trading halt lifted, trading resumes on ex-entitlement basis	
Record date to identify security holders entitled to participate in the Entitlement Offer (7pm Sydney time)	Tuesday, 29 November 2016
Retail Entitlement Offer opens. Despatch of Retail Entitlement Offer Booklet and personalised entitlement forms	Friday, 2 December 2016
Settlement of Institutional Entitlement Offer	Thursday, 8 December 2016
Issue of Shares under Institutional Entitlement Offer	Friday, 9 December 2016
Retail Entitlement Offer closes (5pm Sydney time)	Tuesday, 13 December 2016
Announcement of results of Retail Entitlement Offer	Friday, 16 December 2016
Settlement of Retail Entitlement Offer	Friday, 16 December 2016
Issue of New Shares under Retail Entitlement Offer	Monday, 19 December 2016
New Shares issued under the Retail Entitlement Offer commence trading on ASX	Tuesday, 20 December 2016
Despatch of holding statements in respect of New Shares issued under the Retail Entitlement Offer	Tuesday, 20 December 2016

* The above timetable is indicative only and subject to change without notice. The commencement of quotation of New Shares is subject to confirmation from ASX. Subject to the requirements of the Corporations Act, the ASX Listing Rules and any other applicable laws, Xenith, with the consent of the Joint Lead Managers, reserves the right to amend this timetable at any time, including extending the Retail Entitlement Offer Period or accepting late applications, either generally or in particular cases, without notice.

Retail Investor Enquiries

For further information in regard to the Retail Entitlement Offer, please do not hesitate to contact the Offer Information Line on 1300 855 080 (local call cost within Australia) or +61 3 9415 4000 (from outside Australia) at any time between 8.30am and 5.00pm (Sydney time), Monday to Friday.

Investec Australia Limited acted as Corporate Adviser to Xenith in relation to the Acquisition.

Ord Minnett Limited, Shaw and Partners Limited and UBS AG, Australia Branch acted as Joint Lead Managers and Underwriters to the Entitlement Offer.

Clayton Utz has acted as Australian legal adviser to Xenith in relation to the Acquisition and the Entitlement offer.

Ernst and Young acted as Corporate Adviser to Griffith Hack in relation to the divestment.

Nothing contained in this announcement constitutes investment, legal tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action on the basis of the information.

For further information

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About Xenith

Xenith IP Group Limited (ASX: XIP) is the holding company for the group of entities that comprise the Shelston IP business, namely Shelston IP Pty Ltd, Shelston IP Lawyers Pty Ltd, Xenith IP Services Pty Ltd and Watermark Holdings Pty Ltd. The Group's core business is to provide a comprehensive range of IP services, including identification, registration, management, commercialisation and enforcement of IP rights mainly patents, designs and trade marks for clients in Australia, New Zealand and the rest of the world.