

# Market Announcement

12 July 2018

## Viva Energy Group Limited – Admission and Commencement of Official Quotation – Conditional Trading and Deferred Settlement Trading

### Description

It is anticipated that Viva Energy Group Limited (the 'Company') will be admitted to the Official List of ASX Limited ('ASX') on the morning of Friday, 13 July 2018.

Official quotation of the Company's ordinary fully paid shares is expected to commence at 12.00pm AEST on Friday, 13 July 2018 on a **conditional and deferred settlement basis**.

Under the Company's prospectus dated 20 June 2018 (the 'Prospectus'), the Company will raise \$2,648,870,000 by the issue of 1,059,548,000 ordinary fully paid shares at the Final Price (as defined in the Prospectus) of \$2.50 per share. In addition, 452,800 ordinary fully paid shares will be issued pursuant to an employee gift offer at no cost. This will result in a total of 1,060,000,800 fully paid ordinary shares being issued under the Prospectus with an implied total offer size of \$2,650,002,000.

### Quotation information

<b>Quoted Securities:</b>	1,944,535,168 ordinary fully paid shares
<b>ASX Code:</b>	VEA
<b>Time:</b>	12.00pm AEST
<b>Date:</b>	Friday, 13 July 2018
<b>ASX Trade Abbreviation:</b>	VIVA E GRP
<b>ISIN:</b>	AU0000016875
<b>Home Branch:</b>	Melbourne
<b>Industry Classification:</b>	10102030 - Oil & Gas Refining & Marketing
<b>Company Secretary:</b>	Lachlan Pfeiffer
<b>Company Details:</b>	Address: Level 16, 720 Bourke Street Docklands VIC 3008 Phone: (03) 8823 4444 Website: <a href="https://www.vivaenergy.com.au/">https://www.vivaenergy.com.au/</a>
<b>Share Registry:</b>	Link Market Services Limited Address: Tower 4, 727 Collins Street, Melbourne VIC 3008 Phone: +61 3 9067 2005
<b>Balance Date:</b>	31 December
<b>CHESS:</b>	Participating and Issuer Sponsored
<b>Place of Incorporation:</b>	Victoria
<b>Dividend Policy:</b>	See section 4.10 of the Prospectus

<b>Activities:</b>	Manufacture, distribution and supply of petroleum products to retail and commercial customers
<b>Joint Lead Managers:</b>	Merrill Lynch Equities (Australia) Limited Deutsche Bank AG, Sydney Branch UBS AG, Australia Branch
<b>Other Securities Not Quoted:</b>	16,534,520 options exercisable between A\$0.82 to A\$1.51 and vesting on various dates (subject to vesting conditions). 1,600,000 performance rights exercisable on nil consideration and will vest on 31 December 2020 (subject to performance conditions).

### Conditional and deferred settlement trading

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are (i) settlement occurring under the Offer Management Agreement (as defined in the Prospectus); (ii) completion of the Share Transfer (as defined in the Prospectus); and (iii) the issue of shares to successful applicants under the Prospectus.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will commence trading on a conditional and deferred settlement basis at 12.00pm AEST on Friday, 13 July 2018.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Reference Point Master List.

The Company is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Market Announcement to Participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met by 9:30am AEST on Wednesday, 18 July 2018. The Company has agreed to send holding statements on Thursday, 19 July 2018, which will mean that the first settlement date will be Tuesday, 24 July 2018.

### Contract notes for conditional sales and purchases

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

*"This contract is conditional upon notification being received by ASX by close of business on Friday, 27 July 2018 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."*

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

### Indicative key dates

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 9.30am AEST on Wednesday, 18 July 2018. If the conditions are not fulfilled by the close of business on Friday, 27 July 2018, shares will not be issued and all conditional trades that have occurred since Friday, 13 July 2018 will be cancelled.

If the conditions are not satisfied by 9.30am AEST on Wednesday, 18 July 2018, but are satisfied prior to the close of business on Friday, 27 July 2018, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Friday, 13 July 2018	Company admitted to the official list of ASX Commencement of Official Quotation on a conditional and deferred settlement basis – 12.00pm AEST (ASX Code: VEA)
Tuesday, 17 July 2018	Settlement of the Offer Last day of conditional trading
Wednesday, 18 July 2018	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open - by 9.30am AEST) Trading to commence on a deferred settlement basis only (ASX Code: VEA)
Thursday, 19 July 2018	Holding statements sent to successful applicants Last day of trading on a deferred settlement basis
Friday, 20 July 2018	First day of trading on a normal (T+2) basis (ASX Code: VEA)

### Instructions

For further details, please refer to the Prospectus.

### Need more information?

For further information, please call the Offer Information Line on 1800 129 431 (within Australia) or +61 1800 129 431 (outside Australia).

### Disclaimer

Please refer to the following [disclaimer](#).

### Issued by

James Gerraty  
Manager, Listings Compliance (Melbourne)