
VIVA ENERGY GROUP LIMITED

PRE-QUOTATION DISCLOSURE

13 July 2018: The following information is required to be provided to ASX Limited for release to the market in connection with the official quotation and conditional and deferred settlement trading of fully paid ordinary shares (**Shares**) in Viva Energy Group Limited (ACN 626 661 032) (**Viva Energy**).

Capitalised terms which are not otherwise defined in this document have the meaning given to them in the prospectus lodged by Viva Energy with the Australian Securities and Investments Commission on 20 June 2018 (**Prospectus**).

1 Close of the Retail Offer

Viva Energy Group Limited confirms that the Retail Offer closed on 10 July 2018.

Successful Applicants under the Offer (other than the Employee Gift Offer) will pay the Final Price of \$2.50 per Share.

2 Basis of allocation and procedures for determining allocations

The basis of the allocation of Shares under:

- the Broker Firm Offer is detailed in Section 7.3.4 of the Prospectus;
- the Employee Offer is detailed in Section 7.4.4 of the Prospectus;
- the Employee Gift Offer is detailed in 7.5.4 of the Prospectus;
- the Priority Offer is detailed in 7.6.4 of the Prospectus; and
- the Institutional Offer is detailed in 7.9.4 of the Prospectus.

Applicants can determine their precise allocations as follows:

- **Broker Firm Offer:** Successful Applicants under the Broker Firm Offer can determine their allocations by contacting their Broker;
- **Employee Offer, Employee Gift Offer and Priority Offer:** Successful Applicants under each of the Employee Offer, Employee Gift Offer and Priority Offer can determine their allocations by contacting the Viva Energy Offer Information Line (see below) prior to Completion of the Offer; and
- **Institutional Offer:** the Joint Lead Managers have advised Successful Applicants under the Institutional Offer of their allocations.

Applicants may make general enquiries regarding the Offer by contacting the Viva Energy Offer Information Line on 1800 129 431 (toll free within Australia) or +61 1800 129 431 (outside Australia) from 8.30am until 5.30pm (AEST), Monday to Friday (excluding public holidays).

It is the responsibility of each Applicant to confirm their holding before trading in Shares. Applicants who sell Shares before receiving a holding statement do so at their own risk, even if they have confirmed their allocation with their Broker or obtained details of their holding from the Viva Energy Offer Information Line.

3 Conditions for conditional market

The conditions for the conditional market as outlined in the Prospectus are set out below:

Conditions
Settlement of the Offer under the Offer Management Agreement dated 20 June 2018
Completion of the Share Transfer
The issue of Shares to Successful Applicants under the Offer

4 Final issue price and number of Shares

The Final Price for all Shares to be issued under the Offer is \$2.50 per Share.

The number of Shares to be allotted to Successful Applicants under each component of the Offer is set out below:

Institutional Offer	823,947,000
Broker Firm Offer	234,000,000
Employee Offer	981,000
Employee Gift Offer	452,800
Priority Offer	620,000
Total Shares issued under the Offer	1,060,000,800

At Completion of the Offer, there will be a total of 1,944,535,168 Shares on issue.

Viva Energy confirms that, at the time of Completion of the Offer, it will have a free float of at least 20%.

5 Intended issue and despatch date

The intended date for issuing Shares to Successful Applicants under the Offer is 18 July 2018.

The intended date for the despatch of CHESS allotment notices and issuer sponsored holding statements and any refunds is 19 July 2018.

It is the responsibility of each Applicant to confirm their holding before trading in Shares. Applicants who sell Shares before receiving a holding statement do so at their own risk, even if they have confirmed their allocation with their Broker or obtained details of their holding from the Viva Energy Offer Information Line.

6 Voluntary escrow arrangements

The following table sets out the number of Shares that will be subject to escrow restrictions:

Holder	Escrow restrictions
Scott Wyatt	5,191,066 Shares are subject escrow restrictions until: <ul style="list-style-type: none"> • in respect of 2,595,533 Shares, 30 June 2019; and • in respect of 2,595,533 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the Prospectus.
Daniel Ridgway	2,422,497 Shares are subject to escrow restrictions until: <ul style="list-style-type: none"> • in respect of 1,211,249 Shares, 30 June 2019; and • in respect of 1,211,248 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the Prospectus.
Denis Urtizberea	769,046 Shares are subject to escrow restrictions until: <ul style="list-style-type: none"> • in respect of 384,523 Shares, 30 June 2019; and • in respect of 384,523 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the Prospectus.
Jevan Bouzo	153,810 Shares are subject to escrow restrictions until: <ul style="list-style-type: none"> • in respect of 76,905 Shares, 30 June 2019; and • in respect of 76,905 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the Prospectus.
Jodie Haydon	692,141 Shares are subject to escrow restrictions until: <ul style="list-style-type: none"> • in respect of 346,071 Shares, 30 June 2019; and • in respect of 346,070 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the

	Prospectus.
Lachlan Pfeiffer	692,141 Shares are subject to escrow restrictions until: <ul style="list-style-type: none"> • in respect of 346,071 Shares, 30 June 2019; and • in respect of 346,070 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the Prospectus.
Thys Heyns	2,768,570 Shares are subject to escrow restrictions until: <ul style="list-style-type: none"> • in respect of 1,384,285 Shares, 30 June 2019; and • in respect of 1,384,285 Shares, 30 June 2020, in each case subject to the terms of a voluntary escrow deed as described in Section 7.10 of the Prospectus.

7 Institutional bookbuild

Viva Energy confirms that, in relation to the funds raised pursuant to the institutional bookbuild (as described in Section 7.9.2 of the Prospectus) (the **Bookbuild**):

- the number of Shares to be issued under the Bookbuild is 823,947,000 (including Shares allocated under the cornerstone process), and the price at which they will be issued is the Final Price (\$2.50 per Share) (**Bookbuild Price**);
- no person or persons who are promoters or related parties of Viva Energy have taken up a material number of Shares under the Bookbuild;
- no concessionary fee or other arrangements have been entered into which have had the result that the effective issue price paid by some allottees differs materially from the Bookbuild Price announced by Viva Energy;
- no arrangements have been entered into that have had the result that some allottees have received a material benefit for agreeing to participate in the Bookbuild at the Bookbuild Price announced by Viva Energy and which is not received by other allottees; and
- no arrangements have been entered into with associates of Viva Energy or the Joint Lead Managers to avoid a shortfall, or the appearance of a shortfall, in the Bookbuild.

8 Further information

In addition to the documents already described in this announcement, the following documents have been released on the ASX Market Announcements Platform:

- **Prospectus:** Viva Energy's prospectus dated 20 June 2018;
- **Top 20:** an indicative top 20 statement;
- **Distribution schedule:** an indicative distribution schedule;

- **Constitution:** the constitution of Viva Energy;
- **Audited accounts:** the audited accounts of Viva Energy Holding Pty Ltd for the years ended 31 December 2015, 31 December 2016 and 31 December 2017;
- **ASX listing application:** Viva Energy's *Appendix 1A ASX Listing Application and Agreement and Information Form and Checklist*;
- **Listing rule 1.2.6 statement:** statement from the directors of Viva Energy in accordance with listing rule 1.2.6;
- **Incentive plans:** terms and conditions of the STIP, LTIP and ESP; and
- **Securities trading policy:** Viva Energy's securities trading policy.



Lachlan Pfeiffer
Company Secretary