



## Announcement Summary

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**Entity name**

AUSSIE BROADBAND LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

3/3/2022

**The Proposed issue is:**

☒ A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
ABB	ORDINARY FULLY PAID	14,725,010

**Proposed +issue date**

15/3/2022

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

AUSSIE BROADBAND LIMITED

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**

ABN

**Registration Number**

29132090192

**1.3 ASX issuer code**

ABB

**1.4 The announcement is**☒ New announcement**1.5 Date of this announcement**

3/3/2022

**1.6 The Proposed issue is:**☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**☒ Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	24/2/2022	<input checked="" type="checkbox"/> Actual	Yes

**Comments**

The new ABB shares the subject of this Appendix 3B are being issued pursuant to a scheme of arrangement under Part 5.1 of the Corporations Act between Over the Wire Holdings Limited (OTW) and OTW shareholders (Scheme), under which all of the fully paid ordinary shares in OTW (OTW Shares) will be transferred to ABB. No ABB shareholder approval is required in connection with the proposed issue of the new ABB Shares. OTW shareholders approved the Scheme on 24 February 2022.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Court approval	3/3/2022	<input checked="" type="checkbox"/> Actual	Yes

**Comments**

Court approval of the Scheme was obtained on 3 March 2022.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Lodgement of court order with +ASIC	4/3/2022	<input checked="" type="checkbox"/> Estimated	No

**Comments**

Lodgement with ASIC of the Court order is expected to occur on Friday, 4 March 2022.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	3/3/2022	<input checked="" type="checkbox"/> Actual	Yes

**Comments**

Various other conditions precedent to the Scheme, all of which have now been satisfied or waived (other than lodgement of the Court order with ASIC as noted above)



## Part 7B - Issue details

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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

### Details of +securities proposed to be issued

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#### ASX +security code and description

ABB : ORDINARY FULLY PAID

#### Number of +securities proposed to be issued

14,725,010

#### Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

#### Please describe the consideration being provided for the +securities

The new ABB shares are to be issued as partial consideration for the acquisition of OTW pursuant to the Scheme.

#### Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

73,625,050.000000

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

☒ Yes

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## Part 7C - Timetable

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### 7C.1 Proposed +issue date

15/3/2022



## Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

☒ No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

☒ No

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

☒ No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

☒ Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

☒ No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No

## Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ No

**7E.2 Is the proposed issue to be underwritten?**

☒ No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Fees and costs incurred by ABB in connection with the Scheme include financial and legal adviser fees and share registry fees

## Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

The purpose for which the new ABB shares are to be issued is to partially pay for the scheme consideration for the acquisition of OTW via a scheme of arrangement, as described in the response to 7B above.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

☒



– No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

The figure provided in question 7B is based on the results of the indicative outcome of the elections made by OTW shareholders, which remains subject to change including as a result of trading of OTW shares up until the effective date of the Scheme.

The final outcome of the elections will not be known until the record date of the Scheme, which is currently expected to be 8 March 2022.

The total number of new ABB shares that will be issued may therefore be different to the figure provided in question 7B.

Please see the Scheme Booklet issued by OTW dated 21 January 2022 for more information in relation to the Scheme.

**7F.3 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:**

☒ An applicable ASIC instrument or class order