

Notice reference number: 0065.15.02

Notice date: 5/02/2015

What's this about?

Effective date: 5/02/2015

<input checked="" type="radio"/> ASX Trade	<input type="radio"/> ASX 24					
<input checked="" type="radio"/> Trading	<input type="radio"/> Clearing	<input type="radio"/> Settlement				
<input type="radio"/> Operations	<input type="radio"/> Technology	<input type="radio"/> Market Data	<input type="radio"/> Rules	<input type="radio"/> Compliance	<input type="radio"/> Risk	<input checked="" type="radio"/> Other

Title

Tabcorp Holdings Limited – Accelerated Renounceable Entitlement Offer (with retail entitlements trading)

Description

Tabcorp Holdings Limited (ASX Code: TAH) (the “Company”) announced a 1 for 12 underwritten accelerated renounceable pro-rata entitlement offer of new securities at an issue price of \$3.70 per new ordinary share to raise approximately \$236 million (“Entitlement Offer”).

The Entitlement Offer has the following two components.

- An institutional entitlement offer, where offers have been made to qualifying institutional securityholders for them to apply for their pro-rata entitlement (“Institutional Entitlement Offer”).
- A retail entitlement offer, where offers will be made to qualifying retail securityholders for them to apply for their pro-rata entitlement (“Retail Entitlement Offer”).

New ordinary shares issued under the Entitlement Offer will not be entitled to the FY15 interim dividend or the special dividend.

Rights trading for the Retail Entitlement Offer only, is expected to commence on Tuesday, 10 February 2015 and end on Monday, 23 February 2015.

The Entitlement Offer is fully underwritten.

The anticipated timetable in relation to the Entitlement Offer and Special Dividend and Interim Dividend is set out below.

Event	Date
Institutional Entitlement Offer	
Announcement of equity raising and trading halt	Thursday, 5 February 2015
Institutional Entitlement Offer opens	Thursday, 5 February 2015
Institutional Entitlement Offer closes	Friday, 6 February 2015
Institutional Shortfall Bookbuild	Monday, 9 February 2015
Trading halt lifted	Tuesday, 10 February 2015
Record date for eligibility in the Institutional Entitlement Offer	7.00 PM, Tuesday, 10 February 2015
Settlement of Institutional Entitlement Offer	Tuesday, 17 February 2015

Issue and quotation of New Shares under the Institutional Entitlement Offer (ASX Code: TAHN)	Wednesday, 18 February 2015
Retail Entitlement Offer	
Record date for eligibility in the Retail Entitlement Offer	7.00 PM, Tuesday, 10 February 2015
Retail Entitlements commence trading on ASX on a deferred settlement basis (ASX Code: TAHR)	Tuesday, 10 February 2015
Retail Entitlements allotted	Monday, 16 February 2015
Retail Entitlement Offer opens	Monday, 16 February 2015
Retail Offer Booklet despatched	Monday, 16 February 2015
Retail Entitlements commence trading on ASX on a normal settlement basis	Tuesday, 17 February 2015
Retail Entitlements trading on ASX ends	Monday, 23 February 2015
New Shares under the Retail Entitlement Offer commence trading on ASX on a deferred settlement basis (ASX Code: TAHNA)	Tuesday, 24 February 2015
Retail Entitlement Offer closes	Monday, 2 March 2015
Retail Shortfall Bookbuild (after market close)	Thursday, 5 March 2015
Settlement of the Retail Entitlement Offer	Thursday, 12 March 2015
Issue of New Shares under the Retail Entitlement Offer	Friday, 13 March 2015
New Shares under the Retail Entitlement Offer commence trading on ASX on a normal settlement basis	Monday, 16 March 2015
Holding Statements sent to retail shareholders	Tuesday, 17 March 2015
Retail premium (if any) despatched	Wednesday, 18 March 2015
Special Dividend and Interim Dividend	
Announcement of Special Dividend and Interim Dividend	Thursday, 5 February 2015
Ex-date for Special Dividend and Interim Dividend	Friday, 6 March 2015
Record Date for Special Dividend and Interim Dividend	7.00 pm, Wednesday 11 March 2015
Payment of Special Dividend and Interim Dividend	Monday, 16 March 2015

Settlement issues

Despite the fact that securities are trading 'ex entitlement' on ASX Trade, CHESS will not recognise for settlement purposes the 'ex entitlement' or the 'cum entitlement' tag on CHESS messages and CHESS will not maintain cum balances during the deemed 'CHESS ex-period', i.e. the period commencing on the deemed CHESS ex-date up to and including the record date. However, a record date cum balance will be available the business day following the record date, which will be equal to the registered holding balance at CHESS end of day on the record date. As a result any transfer that occurs prior to record date will be effectively transferred on a 'cum' basis.

Therefore, Participants must ensure that any transfer, including the priming of Broker Entrepot Accounts, is conducted in accordance with the basis of quote. For example, a transfer in relation to a transaction conducted on an ex-basis should ordinarily only occur post record date.

CHESS will perform automatic diary adjustments to 'cum entitlement' settlement obligations outstanding as at the record date.

Trading issues

ASX will not price a 'cum' market with respect to trading in the Company's securities. Persons who acquire the Company's securities after the commencement of the trading halt on Thursday 5 February 2015 are not entitled to participate in the Entitlement Offer.

What do I need to do and by when?

For further details, please refer to the Company's announcements on Thursday, 5 February 2015.

Need more information?

If further information is required in relation to the Entitlement Offer, please contact the Tabcorp Shareholder Information Line on 1300 665 661 (within Australia) or +61 1300 665 661 (outside Australia) from 8.30 am to 5.30 pm (AEDT) Monday to Friday or go to the Company's website www.tabcorp.com.au

Issued by

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Disclaimer