



Announcement Summary

Entity name

NETLINKZ LIMITED

Announcement Type

New announcement

Date of this announcement

Monday May 10, 2021

The Proposed issue is:

☒ An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

| ASX +security code | +Security description | Maximum Number of +securities to be issued |
|--------------------|-----------------------|--|
| NET | ORDINARY FULLY PAID | 599,176,330 |

Trading resumes on an ex-entitlement basis (ex date)

Thursday May 13, 2021

+Record date

Thursday May 13, 2021

Offer closing date for retail +security holders

Wednesday June 2, 2021

Issue date for retail +security holders

Wednesday June 9, 2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

NETLINKZ 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.

1.2 Registered Number Type

ABN

Registration Number

55141509426

1.3 ASX issuer code

NET

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Monday May 10, 2021

1.6 The Proposed issue is:

☒ An accelerated offer

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

NET : ORDINARY FULLY PAID

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

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

NET : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

☒ Yes



| | |
|--|---|
| The quantity of additional +securities to be issued | For a given quantity of +securities held |
|--|---|

5

21

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

599,176,330

Offer price details for retail security holders**Has the offer price for the retail offer been determined?**☒ Yes**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.02500

Offer price details for institutional security holders**Has the offer price for the institutional offer been determined?**☒ Yes**In what currency will the offer be made?**

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 0.02500

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**☒ Yes**Describe the limits on over-subscription**

The minimum investment size under the oversubscription facility is \$2,000 or 80,000 shares.

Will a scale back be applied if the offer is over-subscribed?☒ Yes**Describe the scale back arrangements**

Scale back may apply under the oversubscription facility and will be at the discretion of the Underwriters and the Directors

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



Part 3D - Timetable

3D.1a First day of trading halt

Tuesday May 11, 2021

3D.1b Announcement date of accelerated offer

Tuesday May 11, 2021

3D.2 Trading resumes on an ex-entitlement basis (ex date)

Thursday May 13, 2021

3D.5 Date offer will be made to eligible institutional +security holders

Wednesday May 12, 2021

3D.6 Application closing date for institutional +security holders

Wednesday May 11, 2021

3D.8 Announcement of results of institutional offer

(The announcement should be made before the resumption of trading following the trading halt)

Thursday May 13, 2021

3D.9 +Record date

Thursday May 13, 2021

3D.10a Settlement date of new +securities issued under institutional entitlement offer

Thursday May 20, 2021

3D.10b +Issue date for institutional +security holders

Friday May 21, 2021

3D.10c Normal trading of new +securities issued under institutional entitlement offer

Friday May 21, 2021

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

Tuesday May 18, 2021

3D.12 Offer closing date for retail +security holders

Wednesday June 2, 2021

3D.13 Last day to extend retail offer close date

Friday May 28, 2021

3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.

Friday June 7, 2021



3D.19 +Issue date for retail +security holders

Wednesday June 9, 2021

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

3E.1a Who is the lead manager/broker?

Shaw and Partners Limited

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

4%

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

Shaw and Partners Limited

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

100%

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

3%

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

The Underwriting Agreement contains customary representations, warranties and indemnities in favour of the Underwriter. The Underwriter may terminate the Underwriting Agreement within a reasonable period of becoming aware of certain events, including:

(new circumstances) there occurs a new circumstance that arises after the Prospectus is lodged with ASIC that would have been required to be included in the Prospectus if it had arisen before lodgement

(market fall) at any time the S&P/ASX 300 Indices falls to a level that is 90% or less of the level as at the close of trading on the last trading day before the date of the Underwriting Agreement, and remains at or below that level for at least 2 consecutive business days

A full list of Termination Events, and a summary of the terms of the Underwriting Agreement are included in the Prospectus.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No



3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Refer to section 5.10 of the Prospectus

Part 3F - Further Information**3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

- expansion capital investment in China;
- general working capital expenditure;
- repayment of outstanding Convertible Notes;
- short term repayment of loan arrangements; and
- costs of the Offers.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Outside Australia and New Zealand.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☒ Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

Refere to the Prospectus sections 3.14 and 3.15

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://netlinkz.com/prospectus>

3F.7 Any other information the entity wishes to provide about the proposed issue

No

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

☒ Yes