

ASX Announcement - 14 January 2025

1H FY25 Update - Performance Rights vested - Shares to be sold on market

Telecommunications innovator Vonex Limited (ASX: VN8) today confirmed that the Board had resolved to vest performance rights in CEO Ian Porter, and Directors Brent Paddon and Stephe Wilks, as outlined in the Company's recent Target's Statements in connection with both the MaxoTel on-market unconditional takeover offer, and the Swoop off-market conditional takeover offer.

The performance rights vesting follows the change of control of the Company, upon MaxoTel acquiring more than 50% of the Company's issued capital through its on-market takeover offer. As also previously flagged to shareholders and the market (in relation to the Directors), those rights will now be converted to ordinary shares in the Company and sold on market (while the MaxoTel on-market takeover offer remains open).

The Company will issue the appropriate Appendix 2A (application for quotation of securities) and Appendix 3Y (changes in Director's interests) documents as each step is completed in the coming days.

Current position on takeover offers

The Vonex Board continues to recommend shareholders ACCEPT the MaxoTel on-market unconditional all cash 4.4c offer, which has been extended to close of ASX trading on Tuesday 28 January 2025.

The Vonex Board confirms its recommendation that shareholders REJECT the Swoop Telecommunications off-market, conditional, scrip offer. Swoop's takeover offer - which is conditional on Swoop achieving a relevant interest in at least 50.1% of Vonex shares - is unable to be satisfied given MaxoTel has already acquired more than 50.1% of the issued ordinary shares in Vonex.

Update on the Company's Performance for 1H FY25 (ending 31 December 2024) and debt facility

While the sale of the shares arising from performance rights has been flagged to the market for some time, the transaction itself may take place during a 'closed period' leading into the publication of the Company's quarterly update.

Given this may otherwise be a closed period, the Board provides the following update on the key financial metrics for inclusion in the quarterly update, which will cover the Company's performance for 1H FY25 (ending on 31 December 2024).

These figures are from management accounts, are unaudited, and subject to change as the accounts are finalised for the half year reporting due in late February, although the Board does not anticipate any material changes.

| | Half Year ending 31/12/2024 | Half Year ending 31/12/2023 |
|----------------------|-----------------------------|-----------------------------|
| Revenue | \$23.1m | \$24.3m |
| Gross Profit | \$10.22m | \$10.76 |
| EBITDA | \$2.55m | \$2.07m |
| EBITDA Margin | 11% | 9% |
| Cash | \$2.96m | \$1.9m |
| Debt | \$23m | \$23m |

The Board will provide additional commentary on the financials in the coming Quarterly Update and Appendix 4C, to be released later this month.

In addition, as agreed in the consent letter from Vonex's debt provider (Longreach), repayment of the outstanding facility has been accelerated on the change of control of the Company.

The Board is currently reviewing options for the repayment of that facility, including discussions with other debt providers, and reviewing the potential for a capital raise for a material part of the \$23m outstanding.

The Company will advise the market once it has determined the appropriate way forward.

This announcement has been authorised for release by the Board of Vonex Ltd.

For more details, please contact:

Stephe Wilks
Non-Executive Chair
E: stephe.wilks@vonex.com.au
T: 1800 828 668

ABOUT VONEX

Vonex is a full service, award-winning telecommunications service provider selling mobile, internet, traditional fixed lines, infrastructure solutions and hosted PBX and VoIP services - predominantly to small to medium enterprise ("SME") customers under the Vonex brand. Vonex also develops new technologies in the telecommunications industry, including a feature-rich cloud-hosted PBX system.

Vonex also provides wholesale customers, such as internet service providers, access to the core Vonex PBX, 5G mobile broadband and call termination services at wholesale rates via a white label model. Vonex is pursuing a disciplined M&A growth strategy, targeting profitable IT and telco businesses that offer potential for growth through further product expansion, scale and cross-selling.