

ASX

Release

The Manager
Company Announcements Office
Australian Securities Exchange
Level 40, Central Park
152 – 158 St Georges Terrace
Perth WA 6000

Dear Sir/Madam,

iiNet - TPG Scheme Meeting – Shareholder Communications

10 July 2015: iiNet Limited (“iiNet”) has commenced dispatching a postcard communique to shareholders as a reminder of the important dates with respect to the Scheme Meeting. A copy of the postcard is attached to this announcement.

iiNet has also prepared a short video for shareholders in which the Chairman outlines TPG’s proposal, the process that has led to TPG’s increased offer, and the iiNet Board’s response. The video can be viewed at www.iinetscheme.net.au.

iiNet’s Directors continue to unanimously recommend that all shareholders vote in favour of the Scheme, in the absence of a superior proposal and subject to the Independent Expert maintaining its conclusion that the Scheme is in the best interests of iiNet shareholders.

The Independent Expert has concluded that the Scheme is fair and reasonable and in the best interests of iiNet Shareholders, in the absence of a Superior Proposal.

The Scheme Meeting will be held at the Pan Pacific Perth, 207 Adelaide Terrace, Perth, Western Australia on Monday, 27 July 2015 at 10.00am (WST).

All iiNet shareholders are encouraged to vote either by attending the Scheme Meeting in person, or by lodging a proxy vote by 10.00am (WST) on Saturday, 25 July 2015 (or by no later than 10.00am (WST) on Friday, 24 July 2015 for members of the iiNet Employee Deferred Tax Scheme). Information on how to vote is contained in the Scheme Booklet and the proxy form which accompanied the Scheme Booklet. You can also vote by proxy electronically by either visiting the iiNet Scheme website at www.iinetscheme.net.au or directly at www.linkmarketservices.com.au.

iiNet shareholders who wish to take the TPG share election must do so by 5.00pm (WST) on 21 July 2015. iiNet will disclose the election results on 22 July 2015 in an announcement to the ASX.

The time for determining voting entitlements for the scheme meeting is 5.00pm (WST) on 21 July.

Full details regarding the Scheme are disclosed in the Scheme Booklet.

Shareholder Information Line and Scheme Website

Shareholders requiring further information should contact iiNet’s Shareholder Information Line on 1300 812 892 (within Australia) or +61 2 9098 9204 (outside Australia) or visit the Scheme website at www.iinetscheme.net.au.

iiNet Investor Postcard - Scheme Update





YOUR VOTE COUNTS

iiNet's Directors unanimously recommend that all shareholders vote in favour of the Scheme with TPG Telecom in the absence of a superior proposal and subject to the Independent Expert maintaining its conclusion.



The meeting will be held at 10:00am (AWST) on Monday 27 July 2015 at Pan Pacific, 207 Adelaide Terrace, Perth.

If you're unable to attend the meeting, the last date you can submit your vote is by 10.00am (AWST) on 25 July 2015.

If you have any queries in relation to the proposed scheme, please visit www.iinetscheme.net.au or contact the information line on 1300 812 892 (within Australia) or +61 2 9098 9204 (outside Australia).

 **Vote online now at www.iinetscheme.net.au**

 **Additional information**
1300 812 892 (within Australia)
+61 2 9098 9204 (outside Australia)


Dear iiNet Shareholder,

You would have now received the Scheme Booklet for TPG's proposed acquisition of all your iiNet shares.

The Independent Expert has concluded that the Scheme is fair and reasonable and in the best interests of iiNet shareholders in the absence of a superior proposal, and the iiNet Board unanimously recommends that you **vote in favour** subject to that qualification and to the Independent Expert not changing its conclusion.

In reaching its conclusion, the iiNet Board had regard to many factors, including the significant premiums that the Scheme's total consideration offers to iiNet's share prices before TPG's original offer was received.

Your vote is important, and I look forward to your participation in the shareholder meeting.



Michael Smith
iiNet Chairman

How to vote:

In person: At the Scheme Meeting at 10:00am (AWST) Monday, 27 July 2015.

By proxy online or by mail, by 10:00am (AWST) on Saturday, 25 July 2015 or by 10:00am (AWST) on Friday, 24 July 2015 if you are a member of the iiNet Employee Deferred Tax Scheme.

Online: Visit www.iinetscheme.net.au, and follow the prompts to vote online. You will need your HIN or SRN and postcode in order to login and lodge your vote.

By mail: If you received a general meeting package in the mail, fill in and sign the voting form and return this via post, using the enclosed reply paid envelope.

Share election:
A key feature of the Scheme is the ability for you to elect to receive the Scheme consideration in cash or TPG Shares. Shareholders who wish to elect to receive TPG Shares will need to do so before 5:00pm (AWST) Tuesday, 21 July 2015.

If undelivered please return to: PO BOX 1188 Canning Vale, Western Australia, 6155

POSTAGE
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AUSTRALIA

For further information please contact:

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About iiNet

iiNet is Australia's second largest DSL Internet Service Provider and the leading challenger in the telecommunications market. Publicly listed on the ASX 200, this billion-dollar company has been recognised as a global leader in customer service, winning a silver medal at the Contact Centre World Awards in 2014.

We employ more than 2,500 inquisitive staff across three countries – 80 per cent of whom are employed to directly service nearly one million customers. We maintain our own broadband network and support over 1.8 million broadband, telephony and Internet Protocol TV (IPTV) services nationwide.

We're committed to making it simple for all Australians to connect across both our own network and on the NBN. Our vision is to lead the market with services that harness the potential of the Internet and then differentiate with award-winning customer service.



A full list of current awards can be viewed at iiNet Awards

<http://www.iinet.net.au/about/awards.html>

