

ASX Announcement

4 December 2015

Superloop Announces Hong Kong Expansion and Capital Raising (Underwritten Placement of \$41.9M and Share Purchase Plan of up to \$10M)

Superloop Limited (**ASX:SLC**) is pleased to announce plans to establish a 110 km fibre optic network and operations in Hong Kong, a major telecommunications gateway to Asia and mainland China. This announcement follows the Company securing its telecommunications licence (Unified Carrier Licence) in August, 2015 in Hong Kong allowing the Company to build, operate and provide telecommunications services. Total investment to establish the network is expected to be approximately AU\$45m.

To fund this expansion, the Company has completed a placement of 22,045,000 fully paid ordinary shares to institutional and sophisticated investors at AU\$1.90 per share to raise AU\$41.9 million. The Company is also announcing a Share Purchase Plan aimed at raising between AU\$7m to AU\$10m from existing shareholders. Any proceeds received above the network establishment cost will be used for working capital and further expansion of Project Red Lion.

THE INVESTMENT

Superloop has entered into a legally binding agreement with a leading Corporation to establish a fibre optic telecommunications network in Hong Kong, a major international and regional financial centre, consistent with its strategic intent of establishing a portfolio of fibre assets across the Asia Pacific Region. Hong Kong is one of China's richest and most developed regions and serves as a gateway between China and the World. The leading corporation is not being named due to confidentiality obligations.

The fibre optic telecommunications network will have a 14-month construction timeline and will comprise an initial network of approximately 110 kilometres across Hong Kong's key data centre campuses and enterprise buildings, when completed. Superloop will hold a 25 year indefeasible right of use over the infrastructure, with two (2) further five (5) year options to extend the length of the agreement.

In addition, during the time of construction Superloop will also have access to limited fibre capacity between 6 key data centres in Hong Kong, enabling the company to provide prospective cornerstone customers with access to services while the main network is under construction.

Superloop's entry into the Hong Kong market, when combined with its operating networks in Australia and Singapore, uniquely positions the Company as a true Pan Asian fibre network owner and operator. This increase in network coverage, combined with the Company's recent acquisition of ApexN Pty Ltd and Cinenet Systems Pty Ltd enables existing and new customers a greater range of products and services with in some of the most strategic geographic locations in Asia.

Superloop also announces plans for a new project, TKO Express. TKO Express is a new domestic submarine cable crossing project being developed by Superloop. TKO Express is designed to provide a new low-latency and fully diverse route between Hong Kong Island and the TKO Science and Technology park which hosts the largest concentration of media, finance and data centre facilities in Hong Kong.

Whilst a Final Investment Decision is pending and subject to obtaining the appropriate permits and approvals, initial submissions have been made to key Government Departments in Hong Kong to seek “in principle” support to construct TKO Express. TKO Express has a completion timeline of approximately 15 months.

The Company is also announcing an expansion of its Project Red Lion investment in Singapore, an initiative to extend its network to some of Singapore’s most strategic commercial buildings.

CAPITAL RAISING

The Company has successfully completed a placement of 22,045,000 Shares to sophisticated and professional investors at an issue price of \$1.90 per Share, raising \$41.9 million.

The Company is also announcing a Share Purchase Plan (SPP), giving eligible shareholders the ability to acquire Shares at the same price at which they were issued under the Placement. The offer price is a 10.4% discount to the closing price on 2 December 2015 (the last trading day before the Company announced the Placement).

SPP INDICATIVE TIMETABLE -

Issue Price	\$1.90 per Share
Application Amounts	Any amount divisible by the Issue Price, up to \$15,000 (7,894 Shares)
Record Date	7:00pm AEDT 3 December 2015
Closing Date	5:00pm AEDT 22 December 2015
Allotment Date	30 December 2015
Holding Statement Despatch Date	31 December 2015
Quotation Date	30 December 2015

An SPP offer booklet containing further details of the SPP offer will be sent to all eligible shareholders.

The proceeds of the capital raising will be used as outlined below:-

USE OF PROCEEDS	(AUD \$'million)
Hong Kong Fibre Network Asset	\$45.0
Working Capital - Hong Kong Sales & Operations	\$1.0m - \$2.0
Project Red Lion Future Phases & Working Capital	\$1.5 - \$3.5
Payment of Costs of the Offer	\$1.4
TOTAL	\$48.9 - \$51.9

In conclusion, Superloop's entry into Hong Kong underpins its commitment to rapidly execute on its vision of becoming a leading independent provider of connectivity services across the fast growing Asia Pacific Region.

ADDITIONAL INFORMATION

For further comment or other information please contact:

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ABOUT SUPERLOOP

Established in 2014 by Bevan Slattery, one Australian leading telecommunications entrepreneurs, Superloop is a telecommunications infrastructure group focused on becoming a leading independent provider of connectivity services in the Asia Pacific Region.

Bringing innovation to infrastructure, Superloop is building new, independent dark fibre networks to large network providers and enterprises by connecting key points of presence in key Asian markets, such as Australia and Singapore.

Superloop's initial key assets include a 15-year exclusive right to a 130 kilometre fibre network within Brisbane, Sydney and Melbourne connecting many of the key data centres within those metropolitan areas.

The Company owns and operates a strategic underground duct network spanning approximately 120 kilometres in the Asian telecommunications hub of Singapore. The Singapore fibre optic network interconnects major data centre and submarine cable landing station locations including Equinix SG1, SG2, Global Switch, Digital Realty (Jurong), Katong and Tuas Cable Landing Stations, and will soon directly connect to Equinix SG3.

Recently the group acquired APEXN and CINENET.

For more information, visit: www.superloop.com, www.apexnetworks.com.au and www.cine.net.au

Hong Kong Expansion & Capital Raising

4 December 2015



superloop



HONG KONG

The Gateway to China

WHY HONG KONG

Key Market Opportunity in APAC Region

GATEWAY TO ASIA AND MAINLAND CHINA

International springboard to Mainland China and also gateway for Mainland China to the rest of the World

MAJOR IP TRANSIT HUB FOR GLOBAL TRAFFIC

- ▶ Key Hub for International Internet Bandwidth/Connectivity
- ▶ 13 International Submarine cable (telecommunication) systems
- ▶ Key DC Market in APAC Region - with 10 new DCs planned
- ▶ Large concentration of DCs in multi-campus layout
- ▶ Mobile penetration rate of 233.3% - among highest in the world
- ▶ Average peak internet connection speed is 92.6Mbps (2nd fastest in the world)

GLOBAL FINANCIAL & BUSINESS CENTRE

Banking and Finance epicentre for Asia

REPRESENTS A KEY MARKET OPPORTUNITY

Superloop secured a Hong Kong Unified Carrier Licence in August 2015. The Board has been evaluating investment alternatives and is now pleased to announce final plans for the Company's Hong Kong fibre optic telecommunications network. These plans support the Hong Kong ICT sector cope with present and future demands for network bandwidth.

HONG KONG INVESTMENT OPPORTUNITY

STRATEGIC INVESTMENT

- ▶ **Binding agreement** to establish a fibre optic telecommunications network in Hong Kong
- ▶ Fibre Network Infrastructure with credible partner
- ▶ 25 Year IRU with 5+5 year options
- ▶ ~110km Network with 2 high-core count cables, providing network scale and reach
- ▶ All Cable Materials (enclosures, 1000f & 200f cables)
- ▶ Installation timeline of 12 months
- ▶ Initial 30 Key Strategic Sites/DCs (12 Month Construction Timeline)
- ▶ Provision to add sites for future expansion
- ▶ **Tseung Kwan O Express (TKO Express)**
 - ▶ TKO Express is a new domestic submarine cable crossing project being developed by Superloop.
 - ▶ Whilst a Final Investment Decision is pending, initial permit submissions have been made to key Government Departments in Hong Kong to seek “in principle” support to construct **TKO Express**.
 - ▶ Environmental assessments, marine engineering and cable design works are underway.
 - ▶ **TKO Express** has a completion timeline of 12-15 months and will provide one of the most direct paths between the Data Centre campuses of Chai Wan and Tseung Kwan O.

IMMEDIATE ACCESS

- ▶ Agreement includes an interim network solution with limited fibre capacity
- ▶ Available early Q1 2016
- ▶ Connects 6 strategic data centres
- ▶ Allows Superloop to provide services to strategic customers immediately
- ▶ Customers on interim network solution transitioned to permanent network solution - as it is installed
- ▶ Dedicated permanent fibre pairs to the HKIX facilities in the New Territories also available

HONG KONG NETWORK / CORE NETWORK



KEY INFORMATION

- ▶ Approximately 110 km of Fibre
- ▶ 2 x 1000 core fibre cables
- ▶ 30 High Value Buildings on completion of the network
- ▶ Diverse Building entries where possible
- ▶ East Tunnel Crossing
- ▶ West Tunnel Crossing
- ▶ TKO Express providing short, direct path between Tseung Kwan O and Chai Wan

HONG KONG NETWORK / CORE NETWORK



FACILITIES

▶ KOWLOON

One-iAdvantage
ICC
HK NET
TGT HKDC1
iTech Tower 2
Citic Telecom
IXTech
HKIX2

▶ KWAI CHUNG

Equinix HK1
Equinix HK2
Equinix HK3
Jumbo-iAdvantage
Asia Tone
iTech Tower 1
Fujitsu
Global Gateway

▶ TSEUNG KWAN O

HK Colo
Digital Realty
HK Exchange Clearing House
HKCS1
HKCS2
China Mobile DC

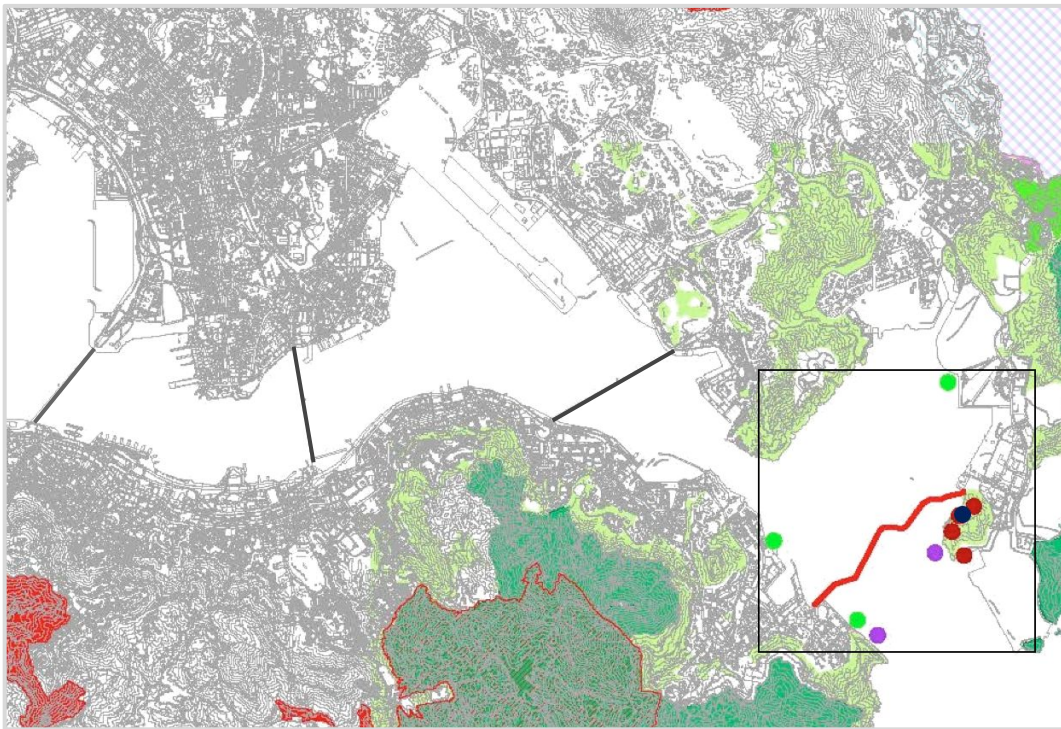
▶ ENTERPRISE BUILDINGS

One Island East
Exchange Square 1&2
Two IFC
One IFC
Cheung Kong Centre
PCCW Tower - Taikoo Place
Cosco Tower
China Insurance
Group Building
Charter House
The Centre

▶ CHAI WAN

Mega-iAdvantage
HK Colo
Sino Favor
NTT

HONG KONG NETWORK / TKO EXPRESS



KEY FEATURES

- ▶ TKO Express is providing a short, direct path between Tseung Kwan O and Chai Wan
- ▶ TKO is a the new major hub for financial, media, technology and data centre companies in Hong Kong
- ▶ TKO is also becoming a major hub for submarine cable landing stations already terminating EAC, ASE, and APG submarine cables with more planned in the near future
- ▶ TKO Express creates much required physical diversity and a new low latency path to HK's major finance and technology hubs

TKO / HK's TECH HUB

FACILITIES CONTINUED...

▶ DATA CENTRES

Global Switch
 Digital Realty/Savvis
 NTT
 Pacnet
 Pacnet Landing Station
 HK Colo
 i-Advantage/Sunny Vision
 China Mobile
 Town Gas Telecom
 China Unicom
 China Telecom International

▶ FINANCE AND MEDIA

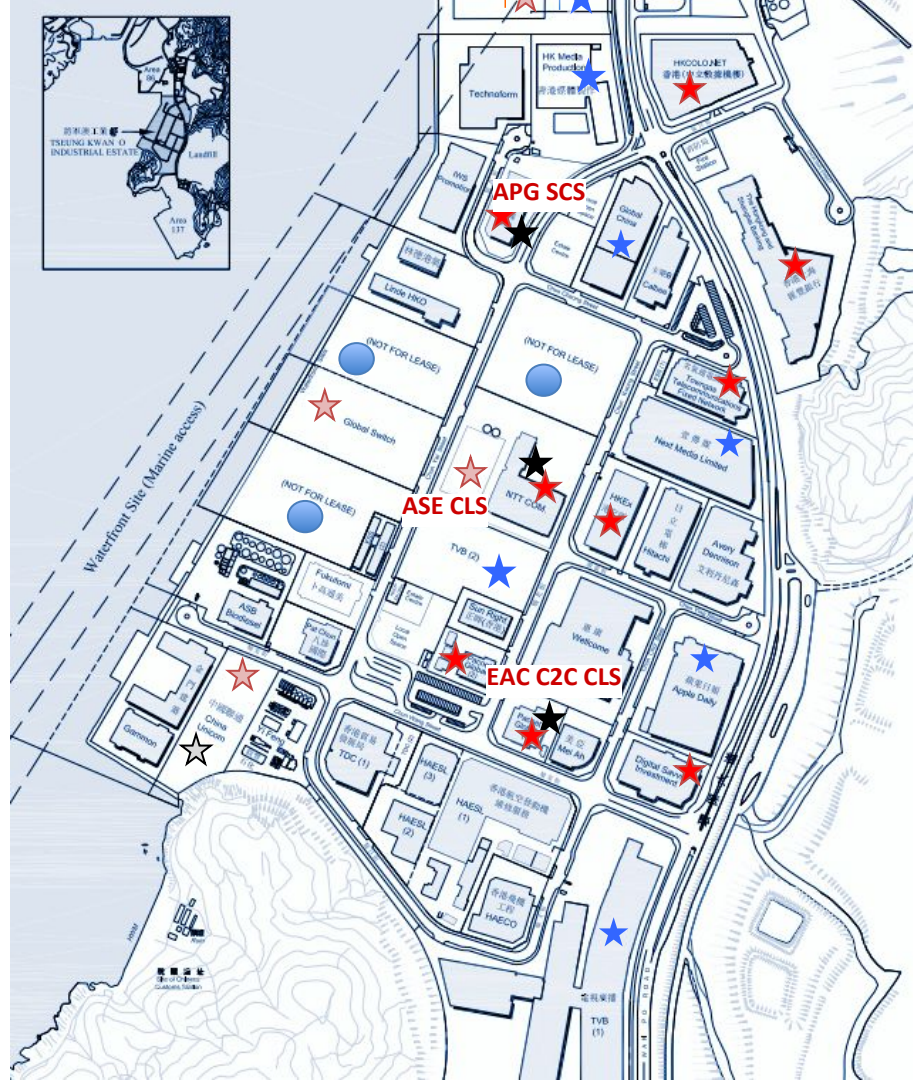
HK Stock Exchange DC
 HSBC Data Centre
 Next Media
 TVB Media
 Sha Movie City Media

- ▶ Site north of Global Switch has had interest
- ▶ Land Sale north of TKO IE (Sunevision site) was undertaken for high tier DCs <http://www.info.gov.hk/gia/general/201306/28/P201306280202.htm>
http://www.datacentre.gov.hk/en/downloads/DCSite1_EN.pdf

TKO INDUSTRIAL ESTATE & ADJACENT PRECINCT

- ★ Existing Data Centres (9)
- ★ Data Centres Under Construction (4)
- ★ Media (7)
- ★ Cable Landing Stations (3 for 5 cables)
- ★ Future Cable Landing Station (1)
- Site yet leased – will be later

SUPERLOOP LIMITED





PROPOSED CAPITAL MANAGEMENT PROGRAM

CAPITAL MANAGEMENT PROGRAM

OFFER SUMMARY	(AUD \$'million)
Fully Underwritten Placement	\$41.9
Share Purchase Plan	\$7.0 - \$10.0
TOTAL PROCEEDS	\$48.9 - \$51.9

USE OF PROCEEDS	(AUD \$'million)
Hong Kong Fibre Network Asset	\$45.0
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OFFER DETAILS



PRIVATE PLACEMENT

- ▶ Private placement of \$41.9m
- ▶ Shares to be issued at an offer price of \$1.90
- ▶ Transaction fully underwritten by Morgans Corporate Limited.



SHARE PURCHASE PLAN

- ▶ Eligible shareholder have the opportunity to subscribe up to \$15,000 of new shares at a price of \$1.90 without incurring brokerage and transaction costs.
- ▶ The offer price is at a **10.4%** discount to the last trading price of \$2.12 on 02 December 15.
- ▶ The SPP offer will be dispatched to shareholders on **7 December 15** and will close on **22 December 15**.
- ▶ The Company reserves the right to scale the offer, increase the total amount raised, and / or close the offer early.

INDICATIVE TIMETABLE

EVENT	INDICATIVE DATE
Placement	03 December 2015
SPP Record Date	03 December 2015
Settlement of Placement	10 December 2015
Allotment of Shares Issued Under Placement	11 December 2015
Expected ASX Quotation of Shares Issued Under Placement	11 December 2015
SPP Dispatch of Offer Documents	07 December 2015
SPP Closing Date	22 December 2015
Allotment of Shares Issued Under SPP	30 December 2015
Expected ASX Quotation of Shares Issued Under SPP	30 December 2015