



10 March 2016

GATEWAY LIFESTYLE GROUP (GTY) ANNOUNCES SUCCESSFUL COMPLETION OF INSTITUTIONAL ENTITLEMENT OFFER AND **PLACEMENT**

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

On 9 March 2016, Gateway Lifestyle Group (Gateway) announced a fully underwritten \$120 million equity raising (the Offer) to fund the purchase of six manufactured home estates (MHEs) (the Acquisitions) and repay debt to strengthen Gateway's financial position to deliver its business plan.

The Offer comprises a fully underwritten 2 for 15 accelerated non-renounceable entitlement offer to raise \$79.8 million (the Entitlement Offer), and a placement to institutional investors to raise approximately \$40.2 million (the Placement).

Gateway today announces the successful completion of the institutional component of the Entitlement Offer (Institutional Entitlement Offer) and the Placement, raising a combined \$102 million. \$62 million was raised under the Institutional Entitlement Offer at the offer price of \$2.40, with approximately 98% take-up by eligible institutional securityholders. The Institutional Entitlement Offer shortfall and Placement attracted significant demand and was significantly oversubscribed with broad support from both existing and new domestic and international investors.

Highlights:

- Placement and Institutional Entitlement Offer raised approximately \$102 million
- Institutional Entitlement Offer attracted strong demand with approximately 98% take up by eligible institutional security holders
- Retail entitlement offer opens on Wednesday, 16 March 2016

Commenting on the outcome of the Placement and Institutional Entitlement Offer, Gateway's CEO Trent Ottawa said "We appreciate the ongoing support of our existing institutional investors, and we are delighted to welcome a number of new institutional investors to the register. We remain excited about integrating the Acquisitions into our portfolio, continuing to deliver on Gateway's business strategy and pursuing identified growth opportunities."

New Stapled Securities issued under the Institutional Entitlement Offer and Placement are expected to settle on 22 March 2016, with these New Stapled Securities expected to be issued and commence trading on the ASX on a normal basis on 23 March 2016.

The Offer is fully underwritten by Macquarie Capital (Australia) Limited and UBS AG, Australia Branch as Joint Lead Managers and Underwriters.









Commencement of Retail Entitlement Offer

The retail component of the Entitlement Offer (the Retail Entitlement Offer) will open at 9:00am (Sydney time) on Wednesday, 16 March 2016 and close at 5:00pm (Sydney time) on Wednesday, 30 March 2016. Retail staple securityholders who hold Gateway stapled securities as at 7:00pm (Sydney time) on Friday, 11 March 2016 and have a registered address in Australia and New Zealand (Eligible Retail Stapled Securityholders) will be invited to participate in the Retail Entitlement Offer at the same offer price (being \$2.40) and offer ratio (being 2 for 15) as the participants in the Institutional Entitlement Offer.

Further details on the Retail Entitlement Offer are set out in the booklet (Retail Offer Booklet) that Gateway released on the ASX today. The Retail Offer Booklet will be despatched to Eligible Retail Stapled Securityholders on Wednesday, 16 March 2016.

Gateway expects its trading halt to be lifted and Gateway stapled securities to recommence trading on an "exentitlement" basis from market open today.

Additional Information

Additional information regarding the Acquisitions and Entitlement Offer is contained in the investor presentation released to the ASX today. The Retail Offer Booklet will be released separately and mailed to Eligible Retail Stapled Securityholders.

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should seek appropriate professional advice before making any investment decision. If you have any questions about the Retail Entitlement Offer, please do not hesitate to contact Gateway's Information Line on 1300 131 678 (from within Australia) or + 61 1300 131 678 (from outside Australia) between 8.30am and 5.30pm (Sydney time), Monday to Friday during the Retail Offer Period.

For further information please contact:

Trent Ottawa John Wong

Chief Executive Officer Chief Financial Officer

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States. Neither the entitlements nor the new stapled securities have been, nor will be, registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or the securities laws of any state or other jurisdiction of the United States.

The entitlements may not be taken up by, and the New Stapled Securities may not be offered or sold to, directly or indirectly, any person in the United States or any person that is, or is acting for the account or benefit of, any person in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.

The distribution of this announcement in other jurisdictions outside Australia may also be restricted by law and any such restrictions should be observed. Any failure to comply with such restrictions may constitute a violation of applicable securities laws





