

24 June 2020

TPG shareholders approve scheme of arrangement for merger with VHA

TPG Telecom Limited (ASX: TPM) ('**TPG**') is pleased to announce that TPG shareholders today approved the proposed merger of TPG and Vodafone Hutchison Australia Limited ('**VHA**') by way of scheme of arrangement ('**Scheme**').

Results of the Scheme Meeting

In accordance with ASX Listing Rule 3.13.2, TPG advises that the resolution to approve the Scheme, as set out in the Notice of Scheme Meeting attached to the Scheme Booklet dated 19 May 2020, was passed by the requisite majorities of TPG shareholders at the meeting held earlier today pursuant to orders made by the Supreme Court of New South Wales ('**Court**') on 19 May 2020 ('**Scheme Meeting**'). The resolution to approve TPG's name change was also approved by the requisite majority of TPG shareholders at the Extraordinary General Meeting ('**EGM**').

TPG Chairman David Teoh said: "TPG shareholders have voted overwhelmingly in favour of the proposed merger with VHA. This is an important milestone to have reached as we work to bring together our two highly complementary businesses to create a leading integrated, full-service telecommunications company with a comprehensive portfolio of fixed and mobile products in the Australian telecommunications market."

The Scheme Meeting resolution results were:

- 99.19% of TPG shareholders present at the Scheme Meeting (either in person or by proxy, attorney or corporate representative) voted in favour of the resolution; and
- 99.99% of the votes cast by TPG shareholders present at the Scheme Meeting (either in person or by proxy, attorney or corporate representative) were in favour of the resolution.

The EGM resolution result was 99.99% of the votes cast by TPG shareholders present at the EGM (either in person or by proxy, attorney or corporate representative) were in favour of the resolution.

The results of the poll for each of the Scheme Meeting resolution and the EGM Resolution, including details of the valid proxies received and votes cast, as required by section 251AA of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2, are set out in the attached voting summary.

Second Court Hearing and Next Steps

TPG will now seek orders from the Court for approval of the Scheme at a hearing scheduled for 26 June 2020. If the Scheme is approved by the Court, TPG proposes to lodge the orders of the Court with the Australian Securities and Investments Commission on 29 June 2020 and the Scheme will become Effective on that date.

TPG shares will then be suspended from trading on ASX from the close of trading on 29 June 2020. Shares in VHA (to be renamed TPG Telecom Limited on the Effective Date) are expected to be admitted to ASX's official list on 30 June 2020 under the ASX code 'TPG'. Trading will commence on a deferred settlement basis until the Implementation of the Scheme, expected to occur on 13 July 2020 and ordinary settlement trading is expected to commence from 14 July 2020 onward.

The shares in Tuas Limited, which will be distributed to TPG shareholders as part of the demerger of TPG's Singapore business, are expected to be admitted to ASX's official list on 30 June 2020 under the ASX code 'TUA'. Trading will commence on a conditional and deferred settlement basis until the Implementation of the Scheme, expected to occur on 13 July 2020, and ordinary settlement trading is expected to commence from 14 July 2020 onward.

Further information

If TPG shareholders have any questions or require further information in relation to the Scheme or the demerger of Tuas Limited, they should call the Shareholder Information Line on 1300 855 080 (callers within Australia) or +61 3 9415 400 (callers outside Australia) on Monday to Friday between 8:30am and 5:30pm (AEST).

END

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**TPG Telecom Limited
Scheme Meeting
Wednesday, 24 June 2020
Results of Meeting**



The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2

Resolution details	Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll			Resolution Result
Resolution	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
That pursuant to, and in accordance with, section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between TPG Telecom Limited and the holders of its fully paid ordinary shares as contained in and more precisely described in the Scheme Booklet of which the notice convening this meeting forms part, is approved (with or without modification or conditions as approved by the Court to which TPG and VHA agree).	828,538,736 99.68%	58,595 0.01%	2,562,096 0.31%	1,185,862	834,835,328 99.99%	58,595 0.01%	1,185,862	Carried
					Number of shareholders voting on the poll			
					For	Against	Abstain*	
					3,669	30	21	

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

TPG Telecom Limited
Extraordinary General Meeting
Wednesday, 24 June 2020
Results of Meeting



The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
That, for the purposes of section 157(1) of the Corporations Act 2001 (Cth) and for all other purposes, subject to the proposed scheme of arrangement between TPG Telecom Limited and the holders of its fully paid ordinary shares becoming effective, TPG Telecom Limited change its name to TPG Corporation Limited.	Special	810,924,443 99.67%	45,371 0.01%	2,592,484 0.32%	268,577	817,292,332 99.99%	45,482 0.01%	268,577	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.