



Announcement Summary

Entity name

QUBE HOLDINGS LIMITED

Announcement Type

New announcement

Date of this announcement

Thursday April 30, 2020

The Proposed issue is:

☒ An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
QUB	ORDINARY FULLY PAID	256,259,115

Trading resumes on an ex-entitlement basis (ex date)

Monday May 4, 2020

+Record date

Monday May 4, 2020

Offer closing date for retail +security holders

Thursday May 21, 2020

Issue date for retail +security holders

Thursday May 28, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

QUBE HOLDINGS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ABN

Registration Number

14149723053

1.3 ASX issuer code

QUB

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Thursday April 30, 2020

1.6 The Proposed issue is:

☒ An accelerated offer

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +Security Code and Description

QUB : ORDINARY FULLY PAID

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☒ No

Details of +securities proposed to be issued

ASX +Security Code and Description

QUB : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued

100

For a given quantity of +securities held

635



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum Number of +securities proposed to be issued

256,259,115

Purpose of the issue

Proceeds of the offer will be used to provide additional balance sheet flexibility to continue to pursue growth opportunities.

Offer price details for retail security holders

Issue Currency

AUD - Australian Dollar

Offer Price per +security

AUD 1.95000

Estimated or Actual?

☒ Actual

Offer price details for institutional security holders

Could offer price per +security be determined by bookbuild?

☒ No

Oversubscription & Scale back details

Are +security holders allowed to oversubscribe?

☒ Yes

Provide the oversubscription details

Under the Retail Entitlement Offer, eligible retail shareholders taking their full entitlement may also apply for additional New Shares up to a maximum of 100% in excess of their Entitlement. Allocation of additional New Shares will be limited to availability of New Shares from eligible retail shareholders who do not take up their full entitlements and that would otherwise have been offered to ineligible retail shareholders if they were eligible to participate in the Retail Entitlement Offer.

May a scale back be applied to this event?

☒ Yes

Provide the scale back details

If there are excess over-subscription applications, Qube reserves the right to scale back applications for additional New Shares in its absolute discretion.
In the event of a scale back, any application monies received for more than an eligible retail shareholders' allocation of New Shares and additional New Shares will be refunded following allotment. No interest will be paid on any application monies received and refunded.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes



3D.1a First day of trading halt

Monday April 27, 2020

3D.1b Announcement date of accelerated offer

Thursday April 30, 2020

3D.2 Trading resumes on an ex-entitlement basis (ex date)

Monday May 4, 2020

3D.5 Date offer will be made to eligible institutional +security holders

Thursday April 30, 2020

3D.6 Application closing date for institutional +security holders

Thursday April 30, 2020

3D.8 Announcement of results of institutional offer

Friday May 1, 2020

3D.9 +Record date

Monday May 4, 2020

3D.10 +Issue date for institutional +security holders

Tuesday May 12, 2020

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

Thursday May 7, 2020

3D.12 Offer closing date for retail +security holders

Thursday May 21, 2020

3D.13 Last day to extend retail offer close date

Monday May 18, 2020

3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.

Tuesday May 26, 2020

3D.19 Issue date for retail +security holders

Thursday May 28, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes



3E.1a Who is the lead manager/broker?

UBS AG, Australia Branch (ABN 47 088 129 613) and Merrill Lynch Equities (Australia) Limited (ABN 65 006 276 795)

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Management fee of 0.4% of the proceeds of the Entitlement Offer as a management fee.

3E.2 Is the proposed offer to be underwritten?

☒ Yes

3E.2a Who are the underwriter(s)?

UBS AG, Australia Branch (ABN 47 088 129 613) and Merrill Lynch Equities (Australia) Limited (ABN 65 006 276 795)

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

The Entitlement Offer is fully underwritten.

3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

Underwriting fee of 1.25% of the proceeds of the Entitlement Offer. Incentive fee of up to 0.25% of the Entitlement Offer proceeds payable at Qube's sole discretion.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

See "Underwriting risk" in the 'Key Risks' section in Appendix A of Qube's investor presentation dated 30 April 2020 for a summary of the significant events that could lead to the underwriting agreement being terminated.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☒ No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Standard share registry, external advisers and ASX administrative fees.

Part 3F - Further Information

3F.1 The purposes for which the entity intends to use the cash raised by the proposed issue

Proceeds of the offer will be used to provide additional balance sheet flexibility to continue to pursue growth opportunities.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☒ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☒ No



3F.4 Countries in which the entity has security holders who will not be eligible to participate in the proposed issue

Retail shareholders: all countries other than Australia and New Zealand.

Institutional shareholders: all countries other than Australia, New Zealand, Hong Kong, Singapore, United Kingdom, Canada, The Netherlands, France, Germany, Ireland, Norway, Sweden, Switzerland, Malta and the United Arab Emirates. Qube will send all other shareholders (ie, the ineligible shareholders) a notice on Thursday, 7 May 2020 which will state that those shareholders are not eligible to participate in the Retail Entitlement Offer.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing securities

☒ Yes

3F.5a Please provide further details

Retail Entitlement Offer is available to nominees/custodians with a registered address in Australia or New Zealand who are registered who are registered shareholders at 7:00pm on Monday, 4 May 2020 and who hold Shares on behalf of underlying beneficial holders (wherever they reside), except to the extent such beneficial holders are not eligible retail shareholders.

Retail Entitlement Offer is not available to registered shareholders in the United States of America or who are, or are acting for the account or benefit of, persons in the United States of America.

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://qube.com.au/investor/asx-media-announcements/>

3F.7 Any other information the entity wishes to provide about the proposed issue