

Announcement Summary

Entity name

HELLOWORLD TRAVEL LIMITED

Announcement Type

New announcement

Date of this announcement

Thursday July 16, 2020

The Proposed issue is: An accelerated offer A placement or other type of issue**Total number of +securities proposed to be issued for an accelerated offer**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
HLO	ORDINARY FULLY PAID	13,857,871

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

Friday July 17, 2020

+Record date

Monday July 20, 2020

Offer closing date for retail +security holders

Monday August 3, 2020

Issue date for retail +security holders

Monday August 10, 2020

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
HLO	ORDINARY FULLY PAID	16,445,159

Proposed +issue date

Friday July 24, 2020



Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

HELLOWORLD TRAVEL 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

ACN

Registration Number

091214998

1.3 ASX issuer code

HLO

1.4 The announcement is

New announcement

1.5 Date of this announcement

Thursday July 16, 2020

1.6 The Proposed issue is:

An accelerated offer

A placement or other type of issue

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

HLO : 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

HLO : 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

1

For a given quantity of +securities held

9



What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum Number of +securities proposed to be issued

13,857,871

Purpose of the issue

To raise additional working capital.

Offer price details for retail security holders

Issue Currency

AUD - Australian Dollar

Offer Price per +security

AUD 1.65000

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

Eligible retail shareholders participating in the entitlement offer who take up their entitlement in full will be able to apply for that number of additional new Shares in the entitlement offer which represents 100% of their entitlement.

May a scale back be applied to this event?

Yes

Provide the scale back details

HLO may scale-back applications for additional new Shares in its absolute discretion.

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

Yes

Part 3D - Timetable

3D.1a First day of trading halt

Thursday July 16, 2020

3D.1b Announcement date of accelerated offer

Thursday July 16, 2020

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

Friday July 17, 2020



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

Thursday July 16, 2020

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

Thursday July 16, 2020

3D.8 Announcement of results of institutional offer

Friday July 17, 2020

3D.9 +Record date

Monday July 20, 2020

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

Monday July 27, 2020

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

Thursday July 23, 2020

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

Monday August 3, 2020

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

Wednesday July 29, 2020

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

Wednesday August 5, 2020

3D.19 Issue date for retail +security holders

Monday August 10, 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?

The lead manager to the entitlement offer (Entitlement Offer) is Ord Minnett Limited ACN 002 733 048 (Ord Minnett)



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

In respect of the institutional component of the Entitlement Offer (Institutional Entitlement Offer), Ord Minnett will be paid:

- (a) a management fee of 1.0% solely for lead managing the Institutional Entitlement Offer and conducting the institutional bookbuild process; and
- (b) at the sole discretion of the Company, as additional consideration for lead managing the Institutional Entitlement Offer and conducting the institutional bookbuild process, an incentive fee of up to 0.5%, of the proceeds received by the Company under the Institutional Entitlement Offer.

In respect of the retail component of the Entitlement Offer (Retail Entitlement Offer), Ord Minnett will be paid:

- (a) a management fee of 1.0% solely for lead managing the Retail Entitlement Offer; and
- (b) at the sole discretion of the Company, as additional consideration for lead managing the Retail Entitlement Offer, an incentive fee of up to 0.5%, of the proceeds received by the Company under the Retail Entitlement Offer.

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

Yes

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

Ord Minnett

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)?

Ord Minnett will be paid:

- (a) in respect of the Institutional Entitlement Offer, an underwriting fee of 2.0% of the proceeds received by the Company under the Institutional Entitlement Offer, paid solely as consideration for underwriting; and
- (b) in respect of the Retail Entitlement Offer, an underwriting fee of 2.0% of the proceeds received by the Company under the Retail Entitlement Offer, paid solely as consideration for underwriting.

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

Please refer to Appendix C of the investor presentation released to ASX on Thursday, 16 July 2020.

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

Please refer to slide 21 of the investor presentation released to ASX on Thursday, 16 July 2020. Fees and costs incurred by HLO in connection with the entitlement offer and placement include share registry fees, settlement fees and legal fees.

Part 3F - Further Information

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

For additional working capital



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

Yes

3F.2a Please explain how holdings on different registers or subregisters will be aggregated for the purposes of determining entitlements.

Fractional entitlements will be rounded up to the nearest whole number of Shares.

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

The Institutional Entitlement Offer will be extended to institutional securityholders in Australia, Hong Kong and Singapore. The Retail Entitlement Offer will only be extended to securityholders in Australia and New Zealand. HLO will send all other securityholders (i.e. ineligible securityholders) a notice on Thursday 23 July 2020 which will state that those securityholders are not eligible to participate in the 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

The Company intends to issue a notice to eligible nominees and custodians which will be emailed to those parties on Thursday 23 July 2020 and will be announced to ASX on Thursday 23 July 2020

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

Will be made available at <https://www.helloworldlimited.com.au/investors/>

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

For further details of Entitlement Offer please refer to the announcement released to ASX by the Company on Thursday 16 July 2020



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

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

No

Part 7B - Issue details

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

Details of +securities proposed to be issued

ASX +Security Code and Description

HLO : ORDINARY FULLY PAID

Maximum Number of +securities proposed to be issued

16,445,159

Purpose of the issue

To raise additional working capital.

Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 1.65000

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

Yes



Oversubscription & Scale back details

May a scale back be applied to this event?

No

Part 7C - Timetable

7C.1 Proposed +issue date

Friday July 24, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

16,445,159 Shares

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

Yes

7E.1a Who is the lead manager/broker?

The lead manager to the placement is Ord Minnett



7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

In respect of the placement:

- (a) a management fee of 1.0% solely for lead managing the placement; and
- (b) at the sole discretion of the Company, as additional consideration for lead managing the placement, an incentive fee of up to 0.5%,
of the proceeds received by the Company under the placement.

7E.2 Is the proposed issue to be underwritten?

Yes

7E.2a Who are the underwriter(s)?

Ord Minnett

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The placement is fully underwritten

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

Ord Minnett will be paid an underwriting fee of 2.0% of the proceeds received by the Company under the placement, paid solely as consideration for underwriting any Shares offered to, but not taken up by, institutional investors under the placement.

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Please refer to Appendix C of the investor presentation released to ASX on Thursday 16 July 2020

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Please refer to slide 21 of the investor presentation released on ASX on Thursday 16 July 2020. Fees and costs incurred by HLO in connection with the entitlement offer and placement include share registry fees, settlement fees and legal fees.

Part 7F - Further Information

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

To raise additional working capital