

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Amcom Telecommunications Limited

ABN

20 062 046 217

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- 1      +Class of +securities issued or to  
be issued

Tranche F Performance Rights

- 2      Number of +securities issued or to  
be issued (if known) or maximum  
number which may be issued

1,580,000 Tranche F Performance Rights

<p>3 Principal terms of the <sup>+</sup>securities (e.g. if options, exercise price and expiry date; if partly paid <sup>+</sup>securities, the amount outstanding and due dates for payment; if <sup>+</sup>convertible securities, the conversion price and dates for conversion)</p>	<p>1,580,000 Tranche F Performance Rights issued in accordance with Amcom's Performance Rights Long Term Incentive Plan on the following principal terms:</p> <ol style="list-style-type: none"> <li>1. Issued for nil consideration.</li> <li>2. Vesting conditions: <ul style="list-style-type: none"> <li>• 10% will vest if employed on 1 September 2017; and</li> <li>• 90% will vest if the 5 day volume weighted average of the share price as traded on the ASX reaches or exceeds \$4.00 at any time in the period 1 September 2017 to 31 January 2018, inclusive.</li> </ul> </li> <li>3. If the Tranche F Performance Rights vest, a corresponding number of Amcom Telecommunication Limited Ordinary Shares will be issued for nil consideration.</li> <li>4. Should the vesting conditions not be satisfied, in whole or in part, then the relevant number of Tranche F Performance Rights will lapse.</li> <li>5. If cease to be employed by Amcom at any time prior to 1 September 2017, the Tranche F Performance Rights granted will lapse, unless determined otherwise by the Board.</li> <li>6. If a Change of Control occurs 50% of the Tranche F Performance Rights will vest with the remaining entitlement transferred into Performance Rights of the Offeror (Replacement Performance Rights). 50% of the Replacement Performance Rights will vest upon six months after the Change of Control and 50% will vest upon 12 months after the Change of Control. Replacement Performance Rights will lapse if the employee resigns or is dismissed for serious misconduct. Further details can be found in the Scheme Implementation Agreement dated 16 December 2014.</li> </ol>
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<sup>+</sup> See chapter 19 for defined terms.

4	<p>Do the <sup>+</sup>securities rank equally in all respects from the <sup>+</sup>issue date with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional <sup>+</sup>securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	n/a
5	Issue price or consideration	Nil
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Part of the Performance Rights Long Term Incentive Plan.
6a	<p>Is the entity an <sup>+</sup>eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h <i>in relation to the <sup>+</sup>securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	n/a
6b	The date the security holder resolution under rule 7.1A was passed	n/a
6c	Number of <sup>+</sup> securities issued without security holder approval under rule 7.1	n/a
6d	Number of <sup>+</sup> securities issued with security holder approval under rule 7.1A	n/a
6e	Number of <sup>+</sup> securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	n/a
6f	Number of <sup>+</sup> securities issued under an exception in rule 7.2	n/a

6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	n/a
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	n/a
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	n/a
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	17 December 2014

8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		266,399,148	Ordinary Shares (AMM)
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		1,025,000	<b>Performance Rights</b> Tranche D expiring 30 June 2015.
		1,060,000	Tranche E expiring 1 September 2016.
		2,100,000	Tranche F expiring 31 January 2018.

+ See chapter 19 for defined terms.

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	n/a
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## Part 2 - Pro rata issue n/a

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has security holders who will not be sent new offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with.</small>  <small>Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
32	How do security holders dispose of their entitlements (except by sale through a broker)?	
33	+Issue date	

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34    Type of +securities  
       *(tick one)*

(a)    ☐ +Securities described in Part 1

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+ See chapter 19 for defined terms.

(b) ☐ All other <sup>+</sup>securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

## Entities that have ticked box 34(a)

**Additional securities forming a new class of securities** N/A

*Tick to indicate you are providing the information or documents*

35 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders

36 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

37 ☐ A copy of any trust deed for the additional <sup>+</sup>securities

## Entities that have ticked box 34(b)

38 Number of <sup>+</sup>securities for which <sup>+</sup>quotation is sought

39 <sup>+</sup>Class of <sup>+</sup>securities for which quotation is sought

40 Do the <sup>+</sup>securities rank equally in all respects from the <sup>+</sup>issue date with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?

If the additional <sup>+</sup>securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another <sup>+</sup>security, clearly identify that other <sup>+</sup>security)

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42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the <sup>+</sup>securities in clause 38)

Number	<sup>+</sup> Class

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<sup>+</sup> See chapter 19 for defined terms.



## Quotation agreement

- 1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may  
quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
- The issue of the +securities to be quoted complies with the law and is not  
for an illegal purpose.
  - There is no reason why those +securities should not be granted +quotation.
  - An offer of the +securities for sale within 12 months after their issue will  
not require disclosure under section 707(3) or section 1012C(6) of the  
Corporations Act.
- Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give  
this warranty
- Section 724 or section 1016E of the Corporations Act does not apply to any  
applications received by us in relation to any +securities to be quoted and  
that no-one has any right to return any +securities to be quoted under  
sections 737, 738 or 1016F of the Corporations Act at the time that we  
request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the  
+securities to be quoted under section 1019B of the Corporations Act at the  
time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any  
claim, action or expense arising from or connected with any breach of the  
warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any  
information or document is not available now, we will give it to ASX before  
+quotation of the +securities begins. We acknowledge that ASX is relying on the  
information and documents. We warrant that they are (will be) true and complete.

Sign here: David Hinton Date: 18 December 2014  
(Chief Financial Officer & Company Secretary)

Print name: David Hinton