

ASX ANNOUNCEMENT

25 February 2019

Entitlement Offer cleansing notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

Superloop Limited ACN 169 263 094 (ASX:SLC) (**Superloop**) announced today that it will undertake a one for 18 pro rata accelerated non-renounceable entitlement offer of fully paid ordinary shares in Superloop (**New Shares**) to raise approximately \$15.87 million (**Entitlement Offer**).

The Entitlement Offer is fully underwritten by Morgans Corporate Limited ACN 010 539 607 (**Underwriter**).

The offer price for the Entitlement Offer will be \$1.25 per share (**Offer Price**).

Under the Entitlement Offer, eligible shareholders will be able to subscribe for one New Share for every 18 existing Superloop shares held at 7.00pm (Sydney time) on 27 February 2019 (**Record Date**) at the Offer Price (**Entitlements**).

The Entitlement Offer includes an institutional component (**Institutional Entitlement Offer**) and a retail component (**Retail Entitlement Offer**).

Superloop will offer the New Shares for issue without disclosure to investors under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 (**Instrument 2016/84**).

Further details of the Entitlement Offer are set out in the Investor Presentation that has been lodged with ASX today and the Information Booklet that the Company expects to release on 27 February 2019 and that will be dispatched to eligible shareholders on or about 1 March 2019.

Details of the securities issued

Class of securities	Ordinary shares
ASX code of the securities	SLC
Date of the issue or expected issue of the securities	6 March 2019 for shares issued under the Institutional Entitlement Offer 27 March 2019 for shares issued under the Retail Entitlement Offer

Total number of securities expected to be issued (subject to rounding of fractional entitlements)

12,699,813 New Shares

Information required under section 708AA(7) of the Corporations Act

For the purposes of section 708AA(7) of the Corporations Act, Superloop advises:

- 1 the New Shares will be issued without disclosure under part 6D.2 of the Corporations Act as notionally modified by Instrument 2016/84;
- 2 this notice is given under section 708AA(2)(f) of the Corporations Act as notionally modified by Instrument 2016/84;
- 3 as at the date of this notice, Superloop has complied with:
 - (a) the provisions of chapter 2M of the Corporations Act as they apply to Superloop; and
 - (b) section 674 of the Corporations Act;
- 4 as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act as notionally modified by Instrument 2016/84; and
- 5 information regarding the potential effect of the issue of New Shares pursuant to the Entitlement Offer on the control of Superloop, and the consequences of that effect, is set out below.

Effect of the Entitlement Offer on control

The issue of New Shares under the Entitlement Offer is not expected to have any material effect or consequence on the control of Superloop, but is dependent on a number of factors including investor demand.

Given the structure of the Entitlement Offer as a pro rata offer, if all eligible shareholders take up their Entitlement, each eligible shareholder's ownership interest (and voting power) in Superloop will remain largely unchanged and the effect on the control of Superloop will be negligible.

To the extent that any eligible shareholder fails to take up their Entitlement, that eligible shareholder's percentage holding in Superloop will be diluted by those other eligible shareholders who take up some, all or more than their Entitlement. The voting power of ineligible foreign shareholders will be diluted.

If no eligible shareholders other than the Underwriter take up their Entitlements (which the board of directors of Superloop considers unlikely), then the Underwriter will be required to subscribe, or procure subscriptions from others, for the shortfall shares. In these circumstances, the maximum theoretical increase in voting power of the Underwriter (or a sub-underwriter) will be 3.67%.¹

However, as the Underwriter's obligations will be at least partially sub-underwritten, the board of directors of Superloop considers that the Entitlement Offer will not affect the control of Superloop.

¹ Having regard to the number of shares on issue following completion of the Entitlement Offer, and excluding Bevan Slattery's entitlements which he will take up in full.

Further, having regard to the sub-underwriting arrangements, even if a substantial shortfall arose, the board of directors of Superloop does not consider that there would be a material impact on the control of Superloop.

Additional information

Investor enquiries:

Telephone: +61 7 3905 2400

Email: investor@superloop.com

Signed for and on behalf of Superloop



Louise Bolger
Company Secretary
Superloop Limited

About Superloop

Superloop's vision is to be the most trusted enabler of connectivity and managed services in Asia Pacific.

The Group owns and operates over 640 km of carrier-grade metropolitan fibre networks in Australia, Singapore and Hong Kong, connecting more than 275 of the region's key data centres and commercial buildings.

Superloop has constructed a core network in Singapore connecting major data centres, key enterprise buildings and cable landing stations. The network includes a low-latency, diverse loop to the Singapore Stock Exchange (SGX) for secure, real-time data transactions. It is continually expanding with further diverse connections to strategic sites being constructed.

In Hong Kong, Superloop has established a 110 km fibre optic network to initially connect 30 strategic sites including the Hong Kong Stock Exchange data centre. The Company has constructed TKO Express, the first submarine cable to connect the traditional carrier hotels located in Chai Wan on Hong Kong Island and the data centre campus located at Hong Kong Science and Technology Park's Tseung Kwan O Industrial Estate on the mainland, providing much needed physical diversity and a low latency path between Hong Kong's major finance and technology hubs. TKO Express is the world's largest fibre core count subsea cable system.

Superloop also owns and operates an advanced, large-scale fixed wireless broadband network, including more than 300 wireless PoPs, delivering business-grade services at speeds up to 1Gbps.

Submarine cable infrastructure provider, SubPartners, will expand Superloop's trans-Australian and international capacity, giving the Company ownership of international submarine cable capacity as a member of the INDIGO consortium which is constructing the INDIGO West cable system (Singapore to Perth) and the INDIGO Central cable system (Perth to Sydney).

Superloop+ provides a diverse range of ICT services to small-to-medium enterprises, government, retail, mining and education customers across Australia. Services include communications, network infrastructure, Cloud-based solutions and managed services. The segment includes CyberHound, a provider of cyber safety solutions to primary and secondary schools.

Superloop Broadband provides residential and campus broadband services including residential fixed wireless and NBN internet services as well as connectivity services for hotels, student accommodation sites and schools.

For more information, visit: www.superloop.com.