



## Announcement Summary

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**Entity name**

MEGAPORT LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Tuesday April 7, 2020

**The Proposed issue is:**

☒ A placement or other type of issue

**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
MP1	ORDINARY FULLY PAID	5,263,158

**Proposed +issue date**

Wednesday April 15, 2020

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

MEGAPORT 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

607301959

### 1.3 ASX issuer code

MP1

### 1.4 The announcement is

☒ New announcement

### 1.5 Date of this announcement

Tuesday April 7, 2020

### 1.6 The Proposed issue is:

☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

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### Part 7A - Conditions

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#### 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

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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

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#### ASX +Security Code and Description

MP1 : ORDINARY FULLY PAID

#### Maximum Number of +securities proposed to be issued

5,263,158

#### Purpose of the issue

MegaPort is experiencing significant growth and intends to apply proceeds of the capital raising to further accelerate sales, product development and platform expansion opportunities in the near and medium term. Additionally, the proceeds will give the company some additional funding capacity for future strategic opportunities.

#### 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 9.50000



**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?**

☒ Yes

**Provide the scale back details**

In the event the placement is oversubscribed, the directors reserve the right to, in their absolute discretion, allocate an investor less than the number of shares applied for by them under the placement, and determine any scale back to the extent and in the manner they see fit.

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Part 7C - Timetable

**7C.1 Proposed +issue date**

Wednesday April 15, 2020

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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?**

5,263,158

**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?**

Royal Bank of Canada (trading as RBC Capital Markets) and UBS AG, Australia Branch will act as joint lead managers on the Placement.

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

0.50% of the gross proceeds from the Placement.

**7E.2 Is the proposed issue to be underwritten?**☒ Yes**7E.2a Who are the underwriter(s)?**

Royal Bank of Canada (trading as RBC Capital Markets) and UBS AG, Australia Branch

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

100% of the Placement

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

2.50% of the gross proceeds from the Placement

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

Either underwriter may terminate its underwriting commitment immediately upon the occurrence of particular events (and the giving by it of written notice to Megaport and the other underwriter), including but not limited to where placement documents are materially false, misleading or deceptive, ASX removes Megaport from the official list, suspends its securities or does not grant quotation of the placement shares, the S&P/ASX200 Index falls by 10% or more over a particular period, certain regulatory action is commenced by ASIC, or Megaport withdraws the placement or cannot issue the placement shares. There are also additional events, the occurrence of which will also give rise to a right of either underwriter to terminate its underwriting commitment, but only where the event has or is likely to have a material adverse effect on the Megaport group's financial position or prospects, the success / settlement of the placement, or the relevant underwriter's compliance with applicable laws.

**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**

Legal fees and ASX Listing Fees of approximately \$150,000

## 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**