

Announcement Summary

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**Entity name**

AUSTRALIAN FINANCE GROUP LTD

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday May 13, 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**

| <b>ASX +Security Code</b> | <b>+Security Description</b> | <b>Maximum Number of +securities to be issued</b> |
|---------------------------|------------------------------|---|
| AFG                       | ORDINARY FULLY PAID          | 39,194,154  |

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

Thursday May 14, 2020

**+Record date**

Friday May 15, 2020

**Offer closing date for retail +security holders**

Tuesday June 2, 2020

**Issue date for retail +security holders**

Wednesday June 10, 2020

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

| <b>ASX +Security Code</b> | <b>+Security Description</b> | <b>Maximum Number of +securities to be issued</b> |
|---------------------------|------------------------------|---|
| AFG                       | ORDINARY FULLY PAID          | 12,979,760  |

**Proposed +issue date**

Monday May 25, 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**

AUSTRALIAN FINANCE GROUP LTD

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**

066385822

**1.3 ASX issuer code**

AFG

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Wednesday May 13, 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

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Part 3A - Conditions

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**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

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**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**

AFG : 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

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**ASX +Security Code and Description**

AFG : 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**

2

**For a given quantity of +securities held**

11



**What will be done with fractional entitlements?**

Fractions rounded up to the next whole number

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

39,194,154

**Purpose of the issue**

Please refer to AFG's ASX Announcement and Investor Presentation released to the ASX on 13 May 2020

**Offer price details for retail security holders**

**Issue Currency**

AUD - Australian Dollar

**Offer Price per +security**

AUD 1.15000

**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?**

No

**May a scale back be applied to this event?**

No

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

Yes

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Part 3D - Timetable

**3D.1a First day of trading halt**

Wednesday May 13, 2020

**3D.1b Announcement date of accelerated offer**

Wednesday May 13, 2020

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

Thursday May 14, 2020

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

Wednesday May 13, 2020



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

Wednesday May 13, 2020

**3D.8 Announcement of results of institutional offer**

Thursday May 14, 2020

**3D.9 +Record date**

Friday May 15, 2020

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

Monday May 25, 2020

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

Wednesday May 20, 2020

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

Tuesday June 2, 2020

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

Thursday May 28, 2020

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

Friday June 5, 2020

**3D.19 Issue date for retail +security holders**

Wednesday June 10, 2020

Part 3E - Fees and expenses

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

Yes

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

Macquarie Capital (Australia) Limited (ABN 79 123 199 548) (Lead Manager)

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

AFG has agreed to pay the Lead Manager an offer management fee of 2% of the proceeds of the Entitlement Offer.

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

Yes

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

Macquarie Capital (Australia) Limited (ABN 79 123 199 548) (Lead Manager)



**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 by the Lead Manager.

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

AFG has agreed to pay the Lead Manager 1% of the proceeds of the Entitlement Offer as an underwriting fee.

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

See Equity raising risk on slide 31 of AFGs investor presentation dated Wednesday, 13 May 2020 for a summary of the underwriting agreement. This includes a summary of the significant events that could lead to the underwriting being terminated.

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

Yes

**3E.2e (i) What is the name of that party?**

Craig Carter

**3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?**

Craig Carter (sub-underwritten amount up to \$690,000)

**3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?**

The Underwriter will pay the sub underwriter a fee equal to the aggregate of:  
- 0.5% of the amount which equals the sub-underwritten securities multiplied by \$1.15 and  
- 0.5% of the amount which equals the allocated shortfall securities (if any) multiplied by \$1.15.

**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**

Please refer to AFG's ASX announcement and investor presentation released to the ASX on 13 May 2020

**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**

The institutional component of the Entitlement Offer ('Institutional Offer') will be extended to institutional security holders in Australia, New Zealand, Hong Kong, France, Singapore, Switzerland and the United Kingdom.  
The retail component of the Entitlement Offer ('Retail Offer') will be extended to security holders in Australia and New Zealand.  
AFG will send all other security holders (ie the ineligible security holders) a notice on 20 May 2020 which will state that those security holders 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 Retail Offer will be made available to nominees with a registered address in Australia or New Zealand who were registered as the holder of Shares at 7.00pm (Sydney time) on Friday, 15 May 2020 and who held those Shares on behalf of underlying beneficial holders (wherever they reside), except to the extent that those underlying beneficial holders are not an eligible retail security holder.  
The Retail Offer is not available to security holders that are in the United States or who are, or are acting for the account or benefit of, persons in the United States.

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

<https://events.miraqle.com/AFG-offer>

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

N/A





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**

AFG : ORDINARY FULLY PAID

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

12,979,760

**Purpose of the issue**

Please refer to AFG's ASX Announcement and Investor Presentation released to the ASX on 13 May 2020

**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 1.15000

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

Yes



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**Oversubscription & Scale back details**

**May a scale back be applied to this event?**

No

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Part 7C - Timetable

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

Monday May 25, 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?**

52,173,914

**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

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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?**

Macquarie Capital (Australia) Limited (ABN 79 123 199 548) (Lead Manager)



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

AFG has agreed to pay the Lead Manager an offer management fee of 2% of the proceeds of the Placement.

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

Yes

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

Macquarie Capital (Australia) Limited (ABN 79 123 199 548) (Lead Manager)

**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 by the Underwriter.

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

AFG has agreed to pay the Lead Manager 1% of the proceeds of the Placement as an underwriting fee.

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

See Equity raising risk on slide 31 of AFG's investor presentation dated Wednesday, 13 May 2020 for a summary of the underwriting agreement. This includes a summary of the significant events that could lead to the underwriting being terminated.

**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**

Standard share registry, external advisers and ASX administrative fees.

Part 7F - Further Information

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**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**

N/A