

23 October 2020

WEBCENTRAL GROUP LIMITED (ASX: WCG)

## UPDATE ON 5GN TAKEOVER BID

Webcentral Group Limited (ASX:WCG) (**Webcentral**) refers to the unconditional off-market takeover bid for all the shares in Webcentral by 5G Networks Limited (**5GN**).

### INTERIM ORDERS MADE BY TAKEOVERS PANEL

The Panel has today made the following interim orders :

- 5GN must not process any acceptances received on and from Friday, 23 October 2020 in relation to its off-market takeover bid for all of the fully paid ordinary shares in Webcentral pursuant to its bidder's statement dated 18 September 2020 (**Offer**); and
- 5G Networks must extend the offer period in relation to the Offer for a period of not less than one week.

### OFFER PERIOD

In accordance with the Panel's interim orders, the closing date for 5GN's Offer will be extended so that it will close no earlier than **7.00pm (Sydney time) on 3 November 2020**.

As at 22 October 2020, 5GN had a relevant interest in 47.84% of the Webcentral shares.

### NO CHANGE IN DIRECTORS' RECOMMENDATION

Webcentral's Independent Board Committee continues to strongly encourage and unanimously recommend that Webcentral Shareholders **ACCEPT** the Offer **NOW** and without delay.

Webcentral's Independent Board Committee considers it to be very unlikely that a Superior Proposal will now emerge.

### ACCEPTANCES CAN STILL BE RECEIVED

Webcentral Shareholders should note that the interim orders made by the Takeovers Panel that 5GN must not process any acceptances of the Offer received on or from today does not mean acceptances cannot be received.

Shareholders can continue to accept the Offer through any of the methods described below.

The effect of the Panel's interim orders is that acceptances received on and from today will, subject to the outcome of the current Panel process, be processed by 5GN upon conclusion of the Panel process.

## **HOW TO ACCEPT THE OFFER**

### **Return of Acceptance Forms by email**

Webcentral Shareholders can now lodge Acceptance Forms by submitting scanned copies of completed and signed Acceptance Forms by email to [capitalmarkets@linkmarketservices.com.au](mailto:capitalmarkets@linkmarketservices.com.au), using the email subject line: "WCGZ – Takeover Acceptance Processing" (as an alternative to returning an Acceptance Form by post).

It is important to note that if your Webcentral Shares are in a CHESS holding (your HIN starts with an 'X'), you do not need to complete and return the Acceptance Form to the registry to **ACCEPT** the Offer. You can instead contact your Controlling Participant (normally your broker) to initiate acceptance of the Offer on your behalf – this is the quickest way to accept the Offer.

### **Summary of how to ACCEPT the Offer**

For full details of how to accept the Offer, see section 15.3 of the Bidder's Statement and the relevant Acceptance Form (which would have been sent to you with the Bidder's Statement), which you should read in full. Please also see 5GN's first supplementary bidder's statement dated 22 October 2020.

In summary, to accept the Offer:

#### ***Issuer sponsored holder (your SRN starts with an 'I'):***

- complete, sign and return the Acceptance Form; and
- ensure that the Acceptance Form is received before the end of the Offer Period at the address shown on the Acceptance Form or at the email address specified above.

#### ***CHESS holding (your HIN starts with an 'X'):***

- instruct your Controlling Participant (normally your broker) to initiate acceptance of the Offer on your behalf; or
- if you are a Participant, initiate acceptance of the Offer in accordance with rule 14.14 of the ASX Settlement Operating Rules.

The method described above is the quickest way to accept the Offer.

Alternatively, complete, sign and return the Acceptance Form to the address shown on the Acceptance Form or to the email address specified above. It is important for you to note that you must ensure that it is received in sufficient time to enable 5GN or its share registry to request your Controlling Participant to accept the Offer on your behalf before the end of the Offer Period.

If you have lost or misplaced your Acceptance Form you will need to request a replacement from 5GN. Please call the Bidder information line on 1800 606 866 (for callers in Australia) and +61 1800 606 866 (for callers outside Australia).

### **Further information**

Please contact Ms Emma Jewell of Red Agency for any media enquiries or Mr Andrew Reitzer for any investor queries.

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Andrew Reitzer

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The release of this announcement to the ASX was authorised by Webcentral's Independent Board Committee.

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