



## Announcement Summary

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**Entity name**

BANK OF QUEENSLAND LIMITED.

**Announcement Type**

New announcement

**Date of this announcement**

Monday October 26, 2020

**The Proposed issue is:**

A non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

**Total number of +securities proposed to be issued for a non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)**

| ASX +security code | +Security description                          | Maximum Number of +securities to be issued |
|--------------------|--|--|
| n/a                | Bank of Queensland Capital Notes 2 (ASX:BOQPF) | 2,000,000                                  |

**Closing date for receipt of acceptances**

Monday November 23, 2020

**Proposed +issue date**

Monday November 30, 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**

BANK OF QUEENSLAND 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**

ABN

**Registration Number**

32009656740

**1.3 ASX issuer code**

BOQ

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Monday October 26, 2020

**1.6 The Proposed issue is:**

A non-+pro rata offer of +securities under a +disclosure document or +PDS



## Part 5 - Details of proposed non-pro rata offer under a disclosure document or PDS

## Part 5A - Conditions

**5A.1 - Are any of the following approvals required for the non-pro rata offer of securities under a disclosure document or PDS?**

- Security holder approval
- Court approval
- Lodgement of court order with ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

 Yes

## 5A.1a Conditions

| Approval/Condition                        | Date for determination    | Is the date estimated or actual?           | ** Approval received/condition met? |
|---|---------------------------|--|-------------------------------------|
| Other (please specify in comment section) | Wednesday October 7, 2020 | <input checked="" type="checkbox"/> Actual | Yes                                 |

**Comments**

APRA approval of the capital treatment of Bank of Queensland Capital Notes 2.

## Part 5B - Offer details

**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)?**

 New class

**Will the proposed issue of this security include an offer of attaching securities?**

 No

## Details of securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed securities are appropriate and equitable under listing rule 6.1?**

 Yes

**Will the entity be seeking quotation of the 'new' class of securities on ASX?**

 Yes**ASX security code**

New class-code to be confirmed

**Security description**

Bank of Queensland Capital Notes 2 (ASX:BOQPF)



**+Security type**

Other

**The number of +securities to be offered under the +disclosure document or +PDS**

2,000,000

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

No

**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

Yes

**Is the minimum acceptance unit based or dollar based?**

Unit based

**Please enter the minimum acceptance value**

50

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

No

**Offer price details**

**Has the offer price been determined?**

Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security?**

AUD 100.00000

**Oversubscription & Scale back details**

**Will the entity be entitled to accept over-subscriptions?**

Yes

**Provide details of the number or value of over-subscriptions that the entity may accept**

BOQ may issue more or less than 2,000,000 Bank of Queensland Capital Notes 2. Please refer to Section 5.5.2 of the Prospectus lodged with the ASX on 26 October 2020 for details of BOQ's allocation policy in respect of the Capital Notes 2. There is no minimum limit on the number or value of over-subscription under the Offer that BOQ may accept.

**Will a scale back be applied if the offer is over-subscribed?**

Yes

**Describe the scale back arrangements**

BOQ has discretion to determine the method and extent of allocations. Please refer to Sections 5.5.2 of the Prospectus lodged with the ASX on 26 October 2020 for details of BOQ's allocation policy in respect of the Capital Notes 2.



**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

Please refer to ASX Announcement and Capital Notes 2 Initial Prospectus lodged with ASX on 26 October 2020.

## Part 5C - Timetable

### **5C.1 Lodgement date of +disclosure document or +PDS with ASIC**

Monday October 26, 2020

### **5C.2 Date when +disclosure document or +PDS and acceptance forms will be made available to investors**

Tuesday November 3, 2020

### **5C.3 Offer open date**

Tuesday November 3, 2020

### **5C.4 Closing date for receipt of acceptances**

Monday November 23, 2020

### **5C.6 Proposed +issue date**

Monday November 30, 2020

## Part 5D - Listing Rule requirements

### **5D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

### **5D.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

### **5D.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?**

2,000,000 Capital Notes 2 (although, as noted above, under the offer, BOQ has the ability to issue more or less Capital Notes 2).

### **5D.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

### **5D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

Yes



Part 5E - Fees and expenses

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**5E.1 Will there be a lead manager or broker to the proposed offer?**

Yes

**5E.1a Who is the lead manager/broker?**

The Arranger is Goldman Sachs Australia Pty Ltd and the Joint Lead Managers are ANZ Securities Limited; National Australia Bank Limited; and Morgans Financial Limited.

**5E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Please refer to Section 7.2 of the Prospectus for details of the fees payable to the Arranger and the Joint Lead Managers.

**5E.2 Is the proposed offer to be underwritten?**

No

**5E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

Yes

**5E.3a Will the handling fee or commission be Dollar based or Percentage based?**

Percentage based (%)

**5E.3b Amount of any handling fee or commission payable to brokers who lodge acceptances on behalf of investors**

1.250000 %

**5E.3c Please provide any other relevant information about the handling fee or commission method**

BOQ will be responsible for paying the Joint Lead Managers fees paid proportionately to each Joint Lead Manager on the basis of their Bank of Queensland Capital Notes 2 allocation.

The Joint Lead Managers on behalf of BOQ are responsible for paying all selling fees and other commissions payable to the Syndicate Brokers.

**5E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Please refer to Section 7.3 of the Prospectus for details in relation to the expenses of the Offer.

Part 5F - Further Information

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**5F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

The proceeds of Capital Notes 2 will be used for BOQ's general corporate and funding purposes. This issue of Capital Notes 2 is being made as part of BOQ's capital management strategy.

**5F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No



**5F.2 Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority**

Please refer to Section 5.5.2 of the Prospectus for details in relation to the allocation policy.

**5F.3 URL on the entity's website where investors can download the +disclosure document or +PDS**

<https://www.boq.com.au/capitalnotes2>

**5F.4 Any other information the entity wishes to provide about the proposed offer**

Investors should read the Prospectus in full before deciding to invest in Bank of Queensland Capital Notes 2 and consider the risks that could affect the performance of Bank of Queensland Capital Notes 2.