

Webcentral Extraordinary General Meeting – Chairman's Address

ASX Announcement, 3 November 2021



In accordance with Listing Rule 3.13.3, Webcentral attaches a copy of the Chairman's Address for the Webcentral Extraordinary General Meeting (**EGM**) commencing at 10:00 (Melbourne time) today.

The EGM will be conducted via an online virtual platform at www.agmlive.link/wcgegm21.

Details of how to access the virtual meeting are contained in the Notice of Meeting lodged with ASX on 1 October 2021.

The results of the EGM will be announced to the ASX shortly after the conclusion of the EGM.

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About Webcentral

Webcentral is an Australian owned digital services company who empower more than 330,000 customers to grow and thrive in the online world. Our portfolio of digital services is extensive, with market leading offers across domain management, website development and hosting, office and productivity applications and online marketing.

Our customer focussed heritage has been built on expertise, innovation and personalised service; critical attributes delivered through our culture and embraced by our people. This is demonstrated through more than 25 years of online industry leadership across Australia's digital foundation brands such as Melbourne IT, Netregistry and WME.

The Webcentral mission is dedicated to leading online success for our customers. We achieve this by building trusted and valued client relationships which convert successful business outcomes at each milestone across the customers' digital journey.



Webcentral Group Limited Extraordinary General Meeting – Wednesday, 3 November 2021 Chairman's Address

As you are by no doubt already aware, the purpose of this meeting is to consider several resolutions in relation to the proposed merger of the Company with 5G Networks Limited by way of scheme of arrangement. This merger will be effected by Webcentral acquiring all the shares on issue in 5G Networks in exchange for shares in Webcentral on the basis of 2 Webcentral shares for each 5G Networks share acquired.

The scheme was announced on 16 July this year in the wake of 5G Network's successful takeover bid for Webcentral in FY20 that saw 5G Networks acquire a 57% stake in Webcentral. Since that time, 5G Networks and Webcentral have been operating closely in parallel. The purpose of the scheme is to finally bring together these two highly complementary businesses to create a leading integrated, full-service online digital solutions provider with unique strategic merit that delivers strong value to shareholders.

The scheme is subject to several conditions, including approval of resolutions one to four to be considered at today's meeting and approval by 5G Networks' shareholders at their meeting to be held on 8 November 2021.

If the resolutions proposed at today's meeting are passed and 5G Networks' shareholders approve the proposed scheme, we are confident that all conditions of the scheme will be satisfied or waived by the time the federal court is asked to finally approve the scheme. No board member of either Webcentral or 5G Networks is aware of any other circumstances that would cause any outstanding condition not to be satisfied or waived.

The independent board committee, being myself and Ms Natalie Mactier, believe that the value and strategic opportunities offered by the scheme reflect a compelling proposition for shareholders.

The independent board committee believes that the scheme is in the best interests of the Company and shareholders and unanimously recommends that shareholders vote in favour of the resolutions to be considered at today's meeting. The independent board committee's view is supported also by the conclusion of the Independent Expert in relation to these resolutions, ShineWing Australia Securities Pty Ltd, who has also determined that the acquisition of shares held by related parties are fair and reasonable to the non-associated shareholders of Webcentral.

A proposed change of name of the company to drop 'Group' from Webcentral Group Limited and the ratification of prior issues of securities will also be considered at today's meeting.