

ASX Announcement: 5GN Shareholders Approve Scheme of Arrangement



NEWS RELEASE 8th November 2021

5G Networks Limited (**5GN**) is pleased to announce that 5GN shareholders approved the proposed merger between 5GN and Webcentral Group Limited ACN 073 716 793 (ASX:WCG) (**Webcentral**) at the 5GN shareholders meeting held earlier today (**Scheme Meeting**).

5GN advises that the resolution to approve the Scheme was passed by the requisite majorities of 5GN shareholders, with:

- 95.75% of 5GN shareholders in number present and voting (in person or by proxy or representative) at the Scheme Meeting voting in favour of the resolution; and
- 99.61% of the total number of votes cast on the resolution by 5GN shareholders at the Scheme Meeting present and voting (in person or by proxy or representative) voting in favour of the resolution.

Implementation of the Scheme

Implementation of the Scheme remains subject to approval by the Federal Court of Australia, and the satisfaction or waiver of certain other customary conditions as outlined in the Scheme Booklet. 5GN has applied to the Court for approval of the Scheme at a hearing scheduled for 10:15 am (Melbourne time) on Thursday, 11 November 2021. 5GN will make a further announcement after the Court has considered the matter.

Key dates to Implementation

| Event | Date |
|---|--------------------------------------|
| Second court date for approval of the Scheme | 10:15 am, Thursday, 11 November 2021 |
| Effective date of the Scheme | Friday, 12 November 2021 |
| New Webcentral shares commence trading on ASX on a deferred settlement basis | Monday, 15 November 2021 |
| Scheme record date (the date for determining entitlements to the Scheme consideration) | 7:00 pm, Tuesday, 16 November 2021 |
| Implementation date | Tuesday, 23 November 2021 |
| Commencement of trading of new Webcentral shares (issued as Scheme consideration) on ASX on a normal settlement basis (T+2) | Wednesday, 24 November 2021 |

The above times and dates are indicative only and remain subject to approval from the Court. Any changes will be announced to the ASX.



5G Networks Limited

Scheme Meeting - 8 November 2021

Voting Results

The following information is provided in accordance with section 251AA(s) of the *Corporations Act 2001* (Cth).

The votes cast on the poll are summarised in the following table:

| Voting Results | For | Against | Abstain* |
|-----------------------|------------|---------|----------|
| Number of Votes | 42,433,132 | 166,128 | 29,551 |
| Number of Holders | 676 | 30 | 9 |
| Percentage of votes | 99.61% | 0.39% | N/A |
| Percentage of holders | 95.75% | 4.25% | N/A |

The instructions given to validly appointed proxies are summarised in the following table:

| Voting Results | For | Against | Open | Abstain* |
|-----------------------|------------|---------|---------|----------|
| Number of Votes | 41,865,577 | 166,128 | 565,050 | 12,451 |
| Number of Holders | 567 | 30 | 107 | 8 |
| Percentage of votes | 98.28% | 0.39% | 1.33% | N/A |
| Percentage of holders | 80.54% | 4.26% | 15.20% | N/A |

* Note that votes relating to a shareholder who has abstained from voting are not counted in determining requisite majorities.



For further information contact:

| | |
|-------------------|-------------------------|
| Joe Demase | Glen Dymond |
| Managing Director | Chief Financial Officer |
| jd@5gn.com.au | gdy@5gn.com.au |
| 1300 10 11 12 | 0408 199 712 |

About 5G Networks

5G Networks (5GN) is a licenced telecommunications carrier operating across Australia. Our mission is to be Australia's partner of choice for unifying a seamless digital experience for our customers across data connectivity, cloud and data centre services, underpinned by expert managed services in the business to business market.

5GN currently owns and operates its own Nationwide highspeed Data Network with points of presence in all major Australian capital cities. In addition, the Company offers managed cloud solutions through its Cloud and Data Centre capabilities as well as managed services to optimise customers' IT and network environments. Supporting this is the Company's combined rack capacity of over 1,000 racks through its owned and operated Data Centres across Melbourne, Sydney, Brisbane and Adelaide

As an organisation, we are dedicated and passionate about delivering unique value to our 2500+ customers which include several top 50 ASX listed and Government organisations. This commitment is strengthened by a core focus on digital leadership, innovation and an exceptional customer experience.