



Announcement Summary

Entity name

AUSTRALIAN UNITY LIMITED

Announcement Type

New announcement

Date of this announcement

Friday November 27, 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 | Mutual capital instruments (ASX security code AYUPA) | 1,000,000 |

Closing date for receipt of acceptances

Monday December 21, 2020

Proposed +issue date

Thursday December 24, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

AUSTRALIAN UNITY 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

23087648888

1.3 ASX issuer code

AYU

1.4 The announcement is

New announcement

1.5 Date of this announcement

Friday November 27, 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

No

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)

NA

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

No

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

Mutual capital instruments (ASX security code AYUPA)

Security type

Other

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

1,000,000



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

In accordance with the prospectus, the offer is for \$100m worth of MCIs, with the ability to raise more or less. The exact value of any over-subscriptions will be determined pursuant to the Bookbuild that is scheduled to occur on 11 December 2020

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

Yes

Describe the scale back arrangements

To the extent it is necessary to scale back the number of MCIs that will be issued to individual investors under the Offer, Australian Unity intends to do so in its discretion.

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.

<http://www.australianunity.com.au/mci>

Part 5C - Timetable

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

Friday November 27, 2020

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

Friday December 11, 2020

5C.3 Offer open date

Friday December 11, 2020

5C.4 Closing date for receipt of acceptances

Monday December 21, 2020

5C.6 Proposed +issue date

Thursday December 24, 2020

Part 5E - Fees and expenses

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

Yes

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

Acacia Partners Pty Ltd, Morgans Financial Limited and National Australia Bank Limited are acting as arrangers and joint lead managers to the Offer ("Joint Lead Managers").

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

Australian Unity has agreed to pay:

- to each Joint Lead Manager, an arranger fee of 0.15% of the gross proceeds of the Offer;
- to each Joint Lead Manager, a management fee comprising an equal share of 0.50% of the gross proceeds of the Offer plus an amount equal to 0.50% of the gross proceeds of that Joint Lead Manager's allocation (such allocation to be determined following the bookbuild to determine the dividend rate ("Bookbuild")); and
- a distribution fee of 1.00% of the gross proceeds of all MCIs allocated to the Broker Firm Offer (to be paid to brokers as described in the responses to Q5E.3b and Q5E.3c).

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

1.000000 %

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

This fee will be paid by the Joint Lead Managers out of their own fees to specific brokers selected by the Joint Lead Managers to participate in the Bookbuild.

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

Australian Unity has also agreed to pay:

- to Acacia Partners Pty Ltd, a financial adviser fee of 0.10% of the gross proceeds of the Offer;
 - to each cornerstone investor (via the Joint Lead Managers), an amount equal to 0.25% of the cornerstone proceeds;
- and
- to each cornerstone investor (via the Joint Lead Managers), an additional amount equal to 0.25% of the proceeds committed by that cornerstone investor for MCIs continually held by that cornerstone investor for three months after the MCIs are allotted

Part 5F - Further Information

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

Please refer to Australian Unity's Prospectus released to ASX on 27 November 2020

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

Yes

5F.1a Please explain how the entity will change its dividend/distribution policy if the proposed offer is successful

Please refer to section 3.8.7 of Australian Unity's Prospectus released to ASX on 27 November 2020.

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 6.2.4 of Australian Unity's Prospectus released to ASX on 27 November 2020.

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

<http://www.australianunity.com.au/mci>

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

Not applicable