



Wednesday, 14 September 2022

ASX Compliance
Level 45, 525 Collins Street
MELBOURNE VIC 3000

ATLAS ARTERIA

PRO-RATA ACCELERATED NON-RENOUNCEABLE ENTITLEMENT OFFER

NOTICE UNDER SECTION 708AA(2)(f) CORPORATIONS ACT 2001 (CTH)

This notice is given by:

- Atlas Arteria Limited (ACN 141 075 201) ("**ATLAX**"); and
- Atlas Arteria International Limited (EC43828) ("**ATLIX**"),

(together, Atlas Arteria ("**ALX**")) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) ("**Act**") as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 ("**Legislative Instruments**").

ALX has announced a pro-rata accelerated non-renounceable entitlement offer ("**Entitlement Offer**") of approximately 491.8 million fully paid ordinary stapled securities in ALX (each ordinary stapled security comprising a fully paid ordinary share in the capital of ATLAX and a fully paid ordinary share in the capital of ATLIX) ("**Stapled Securities**") for every 1.95 Stapled Securities held as at 7.00pm (Sydney time) on Friday, 16 September 2022 by securityholders with a registered address in Australia, New Zealand and certain other jurisdictions in which ALX decides to extend the Entitlement Offer.

A Retail Offer Booklet for the Entitlement Offer is expected to be dispatched to eligible retail investors on Wednesday, 21 September 2022.

For purposes of section 708AA(7) of the Act, ALX confirms that:

- the Stapled Securities to be issued under the Entitlement Offer ("**New Securities**") will be offered without disclosure under Part 6D.2 of the Act;
- this notice is being given under section 708AA(2)(f) of the Act, as modified by the Legislative Instruments;

Atlas Arteria Limited
ACN 141 075 201

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AUSTRALIA

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EC43828

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- (c) as at the date of this notice, ALX has complied with:
 - (i) the provisions of Chapter 2M of the Act as they apply to ALX; and
 - (ii) sections 674 and 674A of the Act;
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act that is required to be set out in this notice under section 708AA(7)(d) of the Act; and
- (e) the potential effect that the issue of the New Securities will have on the control of ALX, and the consequences of that effect, will depend on a number of factors, including investor demand and existing securityholdings. Nevertheless, given:
 - (i) the size and pricing of the Entitlement Offer;
 - (ii) that the Entitlement Offer is structured as a pro-rata issue and is fully underwritten; and
 - (iii) that the current level of holdings of substantial holders in ALX (based on substantial holding notices that have been given to ALX and lodged with ASX on or prior to the date of this notice),

the issue of the New Securities under the Entitlement Offer is not expected to have a material effect or consequence on the control of ALX.

Yours sincerely



Clayton McCormack
Company Secretary
Atlas Arteria