

17 May 2022

Wiseway Group Limited
ABN 26 624 909 682

ASX Announcement: Wiseway to raise up to approximately \$4 million through pro-rata non-renounceable entitlement offer

Wiseway Group Limited (**Wiseway** or the **Company**) is pleased to announce today the launch of a 4 to 25 pro-rata non-renounceable entitlement offer to Eligible Shareholders of new ordinary shares in Wiseway (**New Shares**) to raise up to approximately \$4 million (the **Offer**).

The funds raised under the Offer will be primarily used as deposits to secure airline and charter plane relationships, plus increased working capital required to finance expansion into new routes.

The offer price of \$0.17 (**Offer Price**) per New Share represents a:

- 8.1% discount to the closing price of the Company's fully paid ordinary shares (**Shares**) on 13 May 2022; and
- 10% discount to the volume weighted average price of the Shares over the 30-day ending on 13 May 2022.

New Shares issued under the Offer will rank equally with existing Shares from the date of issue.

Entitlements under the Offer are non-renounceable and will not be tradeable on ASX or otherwise transferable. If you do not take up your Entitlement in full, you will not receive any value in respect of that part of the Entitlement that you do not take up.

The Offer will result in the issue of up to approximately 23.1 million new shares in the Company, increasing Wiseway's market capitalisation to approximately \$30.6 million post Offer.

The Offer closes at 5.00pm (Sydney time) on 3 June 2022.

Underwriting

The Company has entered into the Underwriting Agreement with the Underwriters dated 16 May 2022, pursuant to which Entitlements not taken up under the Offer are partially underwritten by the Underwriters as follows (refer to section 7.7 of the Prospectus released to ASX on 17 May 2022 for a summary of the key terms of the Underwriting Agreement):

- Regnans Capital Pty Ltd (ACN 625 143 900) (**Regnans**)¹ has committed to underwrite any Shortfall Shares up to an amount of \$2.5 million (including any Entitlement subscribed for by Regnans); and
- SG Hiscock & Company Limited (ACN 097 263 628) (**SG Hiscock**)² has committed to underwrite any Shortfall Shares after Regnans takes up its underwritten amount in full, then up to the amount of Shortfall Shares such that SG Hiscock's shareholding in the Company does not exceed 8.5% of the issued Shares in the Company after the Offer on a fully diluted basis (including any Entitlement subscribed for by SG Hiscock).

¹ Regnans is 100% owned by JKT Asset Management Pty Ltd as trustee for the JKT Family Trust, of which Executive Chair and Managing Director Florence Tong, Chief Executive Officer Roger Tong and Director Ken Tong are beneficiaries. Refer to section 7.22 of the Prospectus released to ASX on 17 May 2022 for detail on the existing interests held by Florence Tong and Roger Tong and the potential increase in Voting Power of the Directors as a result of the Offer.

² SG Hiscock is signing in on behalf of Equity Trustees Limited ACN 004 031 298 in its capacity Responsible Entity of the SGH Emerging Companies Fund.

As at the date of this Offer Document, Regnans and SG Hiscocks each have a Voting Power of 0.87% and 7.95% in the Company, respectively. Please see the Prospectus released to ASX on 17 May 2022 for further details of the dilution effect of the Offer and the potential effect the Offer may have on the control of the Company.

Key Dates

The table below sets out the key dates of the Offer.

Event	Date
Announcement of the Offer and lodgment of Appendix 3B	17 May 2022
Lodgement of the Prospectus with ASIC	17 May 2022
Shares traded on an "ex" entitlement basis	19 May 2022
Record date for entitlement offer at 7:00pm	20 May 2022
Prospectus and personalised Entitlement and Acceptance Forms despatched	24 May 2022
Offer opens at 9:00am	24 May 2022
Last day to extend the closing date for the Offer	30 May 2022
Offer closes at 5:00pm	3 June 2022
New Shares quoted on a deferred settlement basis	6 June 2022
Announcement of results	8 June 2022
Settlement	10 June 2022
Allotment and issue of New Shares	10 June 2022
Despatch of holding statements for the New Shares issued under the Offer	10 June 2022
Normal trading on ASX for New Shares issued under the Offer commences	14 June 2022

All dates and times are indicative only and subject to change. Unless otherwise specified, all times and dates refer to Sydney time.

Additional Information

Additional information about the Offer, including any key risks related to investing in the Company, is contained in the Prospectus released to the ASX today.

Capitalised Terms

Capitalised terms not otherwise defined in this announcement have the same meaning as given to them in the Glossary of the Prospectus dated 17 May 2022.

Postal Delays

The Company understands that the current delays in the postal system may impact the delivery of the Prospectus and personalised application form when sent by post. The Company strongly recommends that all Eligible Shareholders who have not already registered to receive email communications update their communication preferences online at <https://www.linkmarketservices.com.au> in order to receive the details of the Offer as quickly as possible.

An electronic copy of the Prospectus, along with information with respect to applying for your Entitlement under the Offer, will be accessible on ASX's website: <https://www2.asx.com.au/markets/company/wwg> or via the website established by the Company's share registry on <https://events.miracle.com/wwg-offer>, where Eligible Shareholders can also access their personalised Entitlement and Acceptance Form. To access the share registry site with the Prospectus and personalised Entitlement and Acceptance Form, Eligible Shareholders will need their SRN or HIN.

ENDS

This announcement has been authorised for release by the Wiseway Group Limited Board of Directors.

For further information regarding this announcement please contact:

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About Wiseway Group Limited

WiseWay (ASX:WWG) is a leading provider of integrated logistics solutions, with a global network of strategically located warehouses and facilities and a large modern fleet of trucks and delivery vehicles.

Established in 2005 to serve the growing Australia-Asia Pacific trade industry, Wiseway has grown to become one of the top three outbound air freight logistics providers in Australia. With multiple strategically located operation hubs in Australia, the US, and the Asia Pacific, the Company provides its large base of domestic and international customers with specialist cross-border logistics services including air freight, sea freight, import, domestic transportation, warehousing and customs clearance.

For more information, please visit: www.wiseway.com.au