



UCW Limited (ASX:UCW)
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18 April 2017

The Manager
Company Announcements
Australian Securities Exchange

By electronic lodgment

Notice under ASX Listing Rule 3.10.5A

The Board of UCW Limited (**Company**) is pleased to advise that the Company has issued and allotted 47,000,000 new fully paid ordinary shares on the terms of the placement announced to ASX on 10 April 2017 (**Placement**).

Of the 47,000,000 shares issued under the Placement, 44,496,359 were issued under ASX Listing Rule 7.1 available capacity and the balance of 2,503,641 were issued under ASX Listing Rule 7.1A.

Pursuant to ASX Listing Rule 3.10.5A, the Company provides the following information in relation to the shares issued under ASX Listing Rule 7.1A:

a) details of the dilution to the existing holders of ordinary securities caused by the issue

The below table sets out the dilution impact of the Placement on existing shareholders of the Company.

	Shares	Dilution
Shares on issue pre Placement	296,642,396	
Placement Shares issued under LR 7.1 capacity	44,496,359	13.0%
Placement Shares issued under LR 7.1A capacity	2,503,641	0.7%
Total shares on issue post Placement	343,642,396	
Total dilution effect of the Placement		13.7%

b) where the equity securities are issued for cash consideration, a statement of the reasons why the eligible entity issued the equity securities as a placement under rule 7.1A and not as (or in addition to) a pro rata issue or other type of issue in which existing ordinary security holders would have been eligible to participate

Shares issued under the Placement were issued for cash consideration at \$0.04 per share. In addition to the Placement, the Company is undertaking a pro-rata non-renounceable non-underwritten rights issue that was announced on 10 April 2017 (**Rights Issue**). The Rights Issue provides eligible shareholders an opportunity to subscribe for additional shares at the same issue price as the shares issued under the Placement. The Placement was undertaken ahead of the Rights Issue to accelerate the raising of funds for the purposes outlined in the announcement on 10 April 2017

c) details of any underwriting arrangements, including any fees payable to the underwriter

The Placement was not underwritten.

d) any other fees or costs incurred in connection with the issue

Shaw and Partners Limited acted as lead manager of the Placement and charged a fee of 6% (excluding GST) on Placement proceeds.

For further information, please contact:

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