



Announcement Summary

Entity name

PERENTI LIMITED

Announcement Type

New announcement

Date of this announcement

26/9/2023

The Proposed issue is:

☒ A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
PRN	ORDINARY FULLY PAID	279,704,635

Proposed +issue date

6/10/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

PERENTI 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.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

95009211474

1.3 ASX issuer code

PRN

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

26/9/2023

1.6 The Proposed issue is:

☒ A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

☒ Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Lodgement of court order with +ASIC	27/9/2023	☒ Estimated	No

Comments

Orders of the Federal Court relating to the implementation of the scheme of arrangement by DDH1 Limited

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	29/9/2023	☒ Estimated	No

Comments

As at the record date for the scheme of arrangement, DDH1 has complied with its obligations to ensure its performance rights have vested and the associated DDH1 shares have been issued

Part 7B - Issue 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)?
☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?
☒ No

Details of +securities proposed to be issued

ASX +security code and description

PRN : ORDINARY FULLY PAID



Number of +securities proposed to be issued

279,704,635

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

The Perenti shares are to be issued as part of the consideration for its acquisition of the shares in DDH1 Limited under the DDH1 scheme of arrangement

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

290,892,820.400000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

Part 7C - Timetable

7C.1 Proposed +issue date

6/10/2023

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☒ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☒ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☒ No



7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

☒ No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

☒ No

7E.2 Is the proposed issue to be underwritten?

☒ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Please refer to Annexure D to the supplementary scheme booklet released by DDH1 Limited on 6 September 2023 in relation to the scheme.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The Perenti shares are to be issued as part of the consideration for its acquisition of the shares in DDH1 Limited under the DDH1 scheme of arrangement.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☒ No

7F.2 Any other information the entity wishes to provide about the proposed issue

The number of securities proposed to be issued in Part 7B is an estimate of the number of Perenti shares to be issued as consideration under the DDH1 scheme of arrangement. The final number is likely to differ, reflecting the rounding of consideration entitlements at the level of each DDH1 shareholder individually. It will only be known following the record date for the scheme, which is currently expected to be on 29 September 2023.

Given that individual entitlements cannot be calculated until after the record date for the scheme (due to the scale-back mechanics under the scheme), ASX has determined that the new Perenti shares will not be traded on a deferred settlement basis.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

☒ An applicable ASIC instrument or class order