

Market Announcement

18 November 2021

Ventia Services Group Limited (ASX: VNT) – Anticipated Admission and Commencement of Official Quotation – Conditional and Deferred Settlement Trading

Description

It is anticipated that Ventia Services Group Limited ('VNT') will be admitted to the Official List of ASX on the afternoon of Thursday, 18 November 2021.

Official quotation of VNT's ordinary fully paid shares is expected to commence at 1.00PM AEDT on Friday, 19 November 2021 on a **conditional and deferred settlement basis**.

Under VNT's prospectus dated 26 October 2021 as amended by supplementary prospectus dated 15 November 2021 (the 'Prospectus') issued by VNT and Ventia SaleCo Limited ('SaleCo'), VNT and SaleCo are expected to raise approximately \$438 million by the issue and transfer of 257,500,818 ordinary fully paid shares at \$1.70 per share.

Quotation information

Quoted securities	855,484,445 fully paid ordinary shares
ASX code	VNT
Time	1.00PM AEDT
Date	Friday, 19 November 2021
ASX trade abbreviation	VENTIA
ISIN	AU0000184459
Registered office	Ventia Services Group Limited Address: Level 8, 80 Pacific Highway, North Sydney NSW 2060 Phone: 1300 836 842 Email: chantal.travers@ventia.com
Company secretary	Zoheb Razvi
Share Registry	Computershare Investor Services Pty Limited Address: Level 3, 60 Carrington Street, Sydney NSW 2000 Phone: 02 8234 5000 Email: web.queries@computershare.com.au
Balance date	31 December
CHESS	Participating. CHESS and Issuer Sponsored.
Place of incorporation	Victoria, Australia
Dividend policy	See section 4.12 of the Prospectus
Activities	Essential infrastructure services provider in Australia and New Zealand.

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Joint lead managers	Barrenjoey Advisory Pty Limited, J.P. Morgan Australia Limited, Macquarie Capital (Australia) Limited
Underwriters	Barrenjoey Advisory Pty Limited, J.P. Morgan Australia Limited, Macquarie Capital (Australia) Limited
ASX restricted securities	None.
Other securities not quoted	None.

Conditional and deferred settlement trading

VNT has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by VNT are (i) settlement occurring under the Offer Management Agreement (as defined in the Prospectus); and (ii) issue of shares by VNT and transfer of shares by SaleCo to successful applicants and bidders under the Prospectus.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in VNT's shares. VNT's shares will commence trading on a conditional and deferred settlement basis at 1.00 PM AEDT on Friday, 19 November 2021.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of VNT's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Reference Point Master List.

VNT is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market announcement when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Market Announcement to Participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met by Tuesday, 23 November 2021. VNT has agreed to send holding statements on Wednesday, 24 November 2021, which will mean that the first settlement date will be Thursday, 25 November 2021.

Contract notes for conditional sales and purchases

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in VNT's shares.

"This contract is conditional upon notification being received by ASX by close of business on Friday, 3 December 2021 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

Indicative key dates

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by Tuesday, 23 November 2021. If the conditions are not fulfilled by the close of business on Friday,

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3 December 2021, shares will not be issued and transferred and all conditional trades that have occurred since Friday, 19 November 2021 will be cancelled.

If the conditions are not satisfied by Tuesday, 23 November 2021, but are satisfied prior to the close of business on Friday, 3 December 2021, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Thursday, 18 November 2021	VNT admitted to the Official List of ASX
Friday, 19 November 2021	Quotation on a conditional and deferred settlement basis – (ASX: VNT)
Monday, 22 November 2021	Settlement of the Offer Last day of conditional trading
Tuesday, 23 November 2021	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open - by 9.30am AEDT) First day of trading on a normal (T+2) basis (ASX: VNT)
Wednesday, 24 November 2021	Holding statements sent to successful applicants

Instructions

For further details, please refer to the Prospectus.

Need more information?

For further information, please call the Ventia IPO Information Line on 1300 140 281 (within Australia) or 0800 453 521 (within New Zealand) or +61 3 9415 4015 (outside Australia and New Zealand) from 8.30am to 5.30pm AEDT, Monday to Friday.

Disclaimer

Please refer to the following [disclaimer](#).

Issued by

Shannon Nicholson

Principal Adviser, Listings Compliance (Perth)