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14 June 2013

Australian Securities and Investments Commission  
Mr Oliver Harvey  
Senior Executive Leader, Financial Market Infrastructure  
Level 5, 100 Market Street  
SYDNEY NSW 2000

ASX Market Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

## ASX successfully completes the Institutional Component of its Entitlement Offer

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Attached is a copy of ASX's Announcement: "ASX successfully completes the institutional component of its 2-for-19 pro rata accelerated renounceable Entitlement Offer".

**Amanda J Harkness**  
Group General Counsel & Company Secretary

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## **ASX SUCCESSFULLY COMPLETES THE INSTITUTIONAL COMPONENT OF ITS 2-FOR-19 PRO RATA ACCELERATED RENOUNCEABLE ENTITLEMENT OFFER**

**Sydney, 14 June 2013** - ASX Limited (ASX) today announced the completion of the institutional component of its fully underwritten 2 for 19 pro rata accelerated renounceable entitlement offer (with retail entitlements trading) (Entitlement Offer) of new ASX ordinary shares (New Shares), raising gross proceeds of approximately \$267 million.

### **Summary of the Institutional Entitlement Offer**

- Completion of the institutional component of the Entitlement Offer (Institutional Entitlement Offer) raising gross proceeds of approximately \$267 million
- Approximately 96% take-up by eligible institutional shareholders
- Entitlements not taken up by eligible institutional shareholders and entitlements of ineligible institutional shareholders were sold and cleared in the institutional shortfall bookbuild at \$3.70 per entitlement
- Retail component of Entitlement Offer (Retail Entitlement Offer) opens Monday, 17 June 2013, and retail entitlements may be traded on market from today

The close of the Institutional Entitlement Offer represents completion of the first stage of ASX's \$553 million equity raising, announced on Tuesday, 11 June 2013. Approximately 96% of the New Shares available under the Institutional Entitlement Offer were taken up, demonstrating strong demand from ASX's eligible institutional shareholders.

The institutional shortfall bookbuild was completed on Thursday, 13 June 2013. The institutional shortfall bookbuild was well supported by eligible institutional shareholders and new investors with a clearing price of \$3.70 per entitlement. Accordingly, the total amount to be paid by successful participants in the institutional shortfall bookbuild is \$33.70 per New Share (being the offer price of \$30.00 per share, plus \$3.70 per entitlement). Eligible institutional shareholders who elected not to take up their entitlements, and ineligible institutional shareholders, will receive \$3.70 for each such entitlement sold for their benefit in the institutional shortfall bookbuild.

New Shares taken up under the Institutional Entitlement Offer and following the institutional shortfall bookbuild are expected to be issued on Monday, 24 June 2013, and will commence trading on market on the same day.

### **Retail Entitlement Offer**

The Retail Entitlement Offer is expected to raise approximately \$286 million. The Retail Entitlement Offer will open on Monday, 17 June 2013 and close at 5.00pm (Sydney time) on Friday, 5 July 2013.

Eligible retail shareholders will be able to subscribe for 2 New Shares for every 19 ASX ordinary shares held on the record date of 7pm (Sydney time), Friday, 14 June 2013, at the same offer price of \$30.00 per share as the Institutional Entitlement Offer.

Eligible retail shareholders will be allotted entitlements. If they do not wish to take up all or part of their entitlements, they can seek to sell all or part of their Entitlements on market or by transferring them directly to another person in order to realise value for those entitlements ahead of the retail shortfall bookbuild. Retail entitlements can be traded on market from Friday, 14 June 2013 to Thursday, 20 June 2013 on a deferred settlement basis and from Friday, 21 June 2013 to Friday, 28 June 2013 on a normal settlement basis.

Retail entitlements that are not taken up by eligible retail shareholders by the close of the Retail Entitlement Offer and entitlements that would otherwise have been offered to ineligible retail shareholders will be sold through the retail shortfall bookbuild on Wednesday, 10 July 2013.

Any proceeds from the sale of entitlements under the retail shortfall bookbuild will be remitted proportionally to those retail shareholders, less any applicable withholding tax. There is no guarantee that there will be any proceeds remitted to those retail shareholders.

Eligible retail shareholders wishing to participate in the Retail Entitlement Offer should carefully read the retail offer booklet and accompanying personalised entitlement and acceptance form, which are expected to be despatched on Thursday, 20 June 2013. Copies of the retail offer booklet will be available on the ASX website at [www.asxgroup.com.au](http://www.asxgroup.com.au) from Monday, 17 June 2013.

The retail entitlements may only be exercised by eligible shareholders, persons with addresses in Australia or New Zealand and certain categories of investors in Canada, France, Germany, Hong Kong, China, Ireland, Japan, Korea, the Netherlands, Norway, Singapore, Sweden, Denmark, Luxembourg, Belgium, Switzerland, United Arab Emirates and the United Kingdom. Persons in the United States and persons acting for the account or benefit of a person in the United States will not be eligible to purchase or trade entitlements on market, or take up or exercise entitlements purchased on market or transferred from another person.

It is the responsibility of purchasers of entitlements to inform themselves of the eligibility criteria for exercise of entitlements. If holders of entitlements after the end of the trading period do not meet the eligibility criteria, they will not be able to exercise the entitlements. In the event that holders are not able to take up their entitlements, those entitlements will be sold into the retail shortfall bookbuild and holders may receive no value for them.

Further details on restrictions on eligibility criteria to exercise entitlements are included in Appendix iii of the investor presentation which ASX released to the market on Tuesday, 11 June 2013.

ASX ordinary shares are expected to resume trading from market open today on an entitlement basis.

**For further information, please contact:**

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**ASX Limited (ASX: ASX)** is a multi-asset class, vertically integrated exchange group, and one of the world's top-10 listed exchange groups measured by market capitalisation.

ASX's activities span primary and secondary market services, central counterparty risk transfer, and securities settlement for both the equities and fixed income markets. It functions as a market operator, clearing house and payments system facilitator. It monitors and enforces compliance with its operating rules, promotes standards of corporate governance among Australia's listed companies and helps to educate retail investors.

ASX's diverse domestic and international customer base includes issuers of securities and financial products, investment and trading banks, fund managers, hedge funds, commodity trading advisers, brokers and proprietary traders, market data vendors and retail investors.

For more information, please visit [www.asx.com.au](http://www.asx.com.au)

**Shareholder Enquiries**

Eligible retail shareholders will be sent further details about the Retail Entitlement Offer via a retail offer booklet to be lodged with ASIC on Monday, 17 June 2013 and despatched on or around Thursday, 20 June 2013.

Retail shareholders who have questions relating to the Retail Entitlement Offer should call the ASX Offer Information line on 1300 724 911 (within Australia) or +61 1300 724 911 (outside Australia) from 8.30am to 5.30pm (Sydney time) Monday to Friday from Monday, 17 June 2013.

Further information in relation to the Entitlement Offer announced on Tuesday, 11 June 2013 is set out in an investor presentation which ASX released to the market. The investor presentation contains important information including key risks, key assumptions relating to certain forward-looking information in this announcement and foreign selling restrictions with respect to the Entitlement Offer.

### **Important information**

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action on the basis of the information.

### **NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES**

This release does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of New Shares in any jurisdiction outside Australia. In particular, neither the entitlements nor the New Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the Securities Act) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the entitlements may not be exercised or taken up by, and the New Shares may not be offered or sold to, persons in the United States or persons who are acting for the account or benefit of persons in the United States unless they are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.

Certain statements made in this release are forward-looking statements. These forward-looking statements are not historical facts but rather are based on ASX's current expectations, estimates and projections about the industry in which ASX operates, and beliefs and assumptions. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates," and similar expressions are intended to identify forward-looking statements. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors, some of which are beyond the control of ASX, are difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements. ASX cautions shareholders and prospective shareholders not to place undue reliance on these forward-looking statements, which reflect the view of ASX only as of the date of this release. The forward-looking statements made in this release relate only to events as of the date on which the statements are made. ASX will not undertake any obligation to release publicly any revisions or updates to these forward-looking statements to reflect events, circumstances or unanticipated events occurring after the date of this release except as required by law or by any appropriate regulatory authority.