

29 June 2016

The Manager  
Market Announcements Office  
ASX Limited  
Level 4  
North Tower, Rialto  
525 Collins Street  
Melbourne VIC 3000

Dear Sir / Madam,

**Notice under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016 / 84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016 / 73**

This notice is given by Vocus Communications Limited (ACN 084 115 499) (**Vocus; ASX Code: VOC**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the **Act**) as modified by the Australian Securities and Investments Commission Corporations (Non-Traditional Rights Issues) Instrument 2016 / 84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016 / 73.

Vocus has announced a pro rata accelerated renounceable entitlement offer (with retail rights trading) on the ASX (the **Entitlement Offer**) of 1 new fully paid Vocus share (**New Share**) for every 8.9 Vocus shares held as at 7.00pm (AEST) on Monday, 4 July 2016 by Vocus shareholders with a registered address in Australia or New Zealand and certain other jurisdictions in which Vocus has decided to extend the Entitlement Offer.

A retail entitlement offer booklet will be dispatched to eligible retail shareholders on Thursday, 7 July 2016.

Vocus confirms that:

- (a) the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Act;
- (b) this notice is being given under section 708AA(2)(f) of the Act;
- (c) as at the date of this notice, Vocus has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to Vocus; and
  - (ii) section 674 of the Act;
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act; and
- (e) the potential effect the Entitlement Offer will have on the control of Vocus, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. However, given the structure of the Entitlement Offer as a pro rata issue and the current level of holdings of substantial holdings (based on substantial

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holding notices that have been given to Vocus and lodged with ASX on or prior to the date of this notice), Vocus does not expect that the Entitlement Offer will have a material effect on the control of Vocus and, as such, does not expect any material consequences to flow from that.



Ashe-lee Jegathesan  
**General Counsel & Company Secretary**

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