

## ASX ANNOUNCEMENT

September 5, 2022

Dear Shareholder

### THE MARKET HERALD LIMITED – PRO-RATA RENOUNCEABLE RIGHTS ISSUE

As announced on 26 August 2022, The Market Herald Limited (ACN 611 717 036) (**Company**) is undertaking a 2:5 pro rata renounceable rights issue (**Rights Issue** or **Offer**) of approximately 78,259,475 fully paid ordinary shares (**New Shares**) to raise approximately \$26,608,221.43. The price of New Shares under the Offer is \$0.34 each (**Issue Price**).

The Company proposes to use the funds to acquire Gumtree Australia, Autotrader Australia, Carsguide and general working capital.

The Offer is partially underwritten by Capital Investment Partners Pty Ltd.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm (WST) on 31 August 2022 (**Record Date**), whose registered address is in Australia, New Zealand, the United Kingdom, Canada and Hong Kong. As at the Record Date, there were no shareholders outside these jurisdictions.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Following completion of the Offer, the Company will have issued approximately 78,259,475 New Shares resulting in total Shares on issue of approximately 273,908,162.

A copy of the Offer Booklet is available on ASX's and the Company's website. Eligible Shareholders will be mailed an Offer Booklet together with an Entitlement and Acceptance Form no later than 5 September 2022. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Offer Booklet.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded down to the nearest whole number of New Shares.

### Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may take up all or some of your rights to subscribe for New Shares pursuant to the Offer Booklet (**Entitlements**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Automic Registry (**Automic**) by no later than 5:00pm (WST) on 14 September 2022, by either completing and returning your Entitlement and Acceptance Form together with your application money or making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.

- You may seek to sell all or some of your Entitlements on ASX. You can seek to sell your Entitlements on ASX from 30 August 2022 until the close of market on 7 September 2022. To sell any of your Entitlements you need to contact your broker as soon as possible.
- You may transfer all or some of your Entitlements to another person other than on ASX. To transfer all or some of your Entitlements you will either need to contact your CHESSE Controlling Participant (usually your broker) and follow their instructions or complete a renunciation and transfer form (which can be obtained from Automic) and return it, together with the purchaser's cheque for the Entitlements they wish to take up so that it is received by the Automic by no later than 5:00pm (WST) on 14 September 2022.
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

## Key dates for the Offer

Event	Proposed Date
Announcement & Appendix 3B with ASX	26 <sup>th</sup> August 2022
Ex date	30 <sup>th</sup> August 2022
Rights start trading	30 <sup>th</sup> August 2022
Record Date for determining Entitlements	31 <sup>st</sup> August 2022
Offer Booklet sent out to Shareholders, Company announces this has been completed and last day for Offer to open	5 <sup>th</sup> September 2022
Rights stop trading	7 <sup>th</sup> September 2022
Closing Date*	14 <sup>th</sup> September 2022
Announcement of results of issue	20 <sup>th</sup> September 2022
Last day for entity to issue the securities taken up in the pro rata issue and lodge an Appendix 2A with ASX applying for quotation of the securities	20 <sup>th</sup> September 2022
Quotation of Shares issued under the Offer*	21 <sup>st</sup> September 2022

\*The Directors may extend the Closing Date by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Shares are expected to commence trading on ASX may vary.

If you have any queries concerning the Rights Issue, please contact your financial adviser or Ben Donovan, Company's Company Secretary, or by email on [investors@themarketherald.com.au](mailto:investors@themarketherald.com.au)

Yours sincerely

**Ben Donovan**

**Company Secretary**

This announcement has been approved by the Company Secretary of The Market Herald Ltd.

Jag Sanger



Managing Director and Publisher  
The Market Herald

**Investor and media enquiries**

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