



15 March 2016

The Manager
ASX Market Announcements
ASX Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

QUBE HOLDINGS LIMITED
ABN 141 497 230 53

Level 27, 45 Clarence Street
Sydney NSW 2000

T: +61 2 9080 1900
F: +61 2 9080 1999

Dear Sir/Madam,

qube.com.au

Notice under section 708AA(2)(f) of the Corporations Act

This notice is given by Qube Holdings Limited (ACN 149 723 053) (ASX: QUB) (**Qube**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by ASIC Class Order [08/35] (**CO 08/35**). Where applicable, references in this notice to sections of the Corporations Act are to those sections as modified by CO 08/35.

Qube today announced an accelerated non-renounceable pro rata entitlement offer of approximately 241,039,947 fully paid ordinary shares in Qube (the **Entitlement Offer**). Eligible shareholders will be entitled to subscribe for 1 ordinary share (**New Share**) for every 4.4 ordinary shares held in Qube at 7.00pm (Sydney time) on the record date, being 17 March 2016. Each New Share will be issued at an issue price of \$2.05 to raise approximately \$494 million in aggregate.

Qube advises that:

- (a) the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act as modified by CO 08/35;
- (c) as at the date of this notice, Qube has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to Qube; and
 - (ii) section 674 of the Corporations Act;
- (d) as at the date of this notice, there is no 'excluded information' of the type referred to in section 708AA(8) or section 708AA(9) of the Corporations Act; and
- (e) the potential effect of the issue of New Shares on control of Qube and the consequences of that effect, will depend on a number of factors, including investor demand and the extent to which eligible shareholders take up their entitlements. However, given the structure of the Entitlement Offer as a fully underwritten pro rata issue and the fact that (based on substantial holding notices that have been lodged on or prior to the date of this notice), no Qube shareholder currently has voting power exceeding 15% in Qube's issued shares, the Entitlement Offer is not expected to have a material effect or consequence on the control of Qube.

Yours sincerely,



William Hara
General Counsel and Company Secretary