



ASX Announcement

18 August 2023

REMOVAL FROM THE ASX

MNC Media Investment Ltd (“**MIH**” or the “**Company**”) wishes to inform its security holders that it will be delisted and removed from the ASX (the “**Delisting**”) on 01 September 2023 (the “**Delisting Date**”) as it has been suspended from quotation for a continuous period of more than two years. The Delisting is pursuant to clause 3.4 of Guidance Note 33 of the ASX Listing Rules.

The Company has issued 421,435,021 shares (the “**Company Shares**”). This includes 39,192,278 CHESS Depositary Interests (“**CDIs**”) quoted on the ASX which are equivalent to 391,922,780 Company Shares. The CDIs represent approximately 93% of Company Shares, and 1 CDI is equivalent to 10 Company Shares.

Currently, the Company Shares underlying the CDIs are held by CHESS Depositary Nominees Pty Limited (the “**CDN**”) on trust for the relevant CDI holders (the “**CDI Holder**”). As a result of the Delisting, the CDIs will no longer be traded or quoted on the ASX. Accordingly, CDN will terminate the trust under which the Company Shares underlying the CDIs are currently held, and will transfer the legal title to the Company Shares to the CDI Holders. Such transfer will occur in accordance with a transfer instrument prepared in accordance with Cayman Islands law. The Company will also arrange delivery of the Company Shares to CDI Holders to the name and address the CDIs were registered in.

Following Delisting:

- a) The Company will continue to be subject to the laws of the Cayman Islands and will continue to be classified as an exempted company in the Cayman Islands. ASX Listing Rules will cease to apply to it.
- b) Holders of Company Shares (a “**Shareholder**”) wishing to trade their Company Shares will be entitled to transfer their shares off-market to a willing third-party purchaser in accordance with the Company’s constitutional documents and applicable Cayman Islands laws. As Company Shares will not be listed on an active market, there will be limited liquidity and Shareholders will be personally responsible for sourcing potential purchasers of their Company Shares.
- c) The Company may continue to raise funds by way of private placement of securities pursuant to the Cayman Islands companies laws and by way of private agreement.

The following table sets out the MIH Delisting process:

The Suspension Date – effective date of suspension in trading of CDIs on the ASX.	01 April 2021
The Delisting Date – effective date of the removal of Company from the ASX’s official list.	01 September 2023
Revocation of Approval by ASX Settlement Pty Limited – all CHESS holdings converted to the Issuer Operated Register.	22 September 2023
Tentative Distribution Date – proposed date of the	04 October 2023



distribution of Company Shares underlying the CDIs.	
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Further Information

If you have any inquiries or require clarification, please contact the MIH Share Registry via email at shareregistry.mncmi@mncgroup.com.

We kindly request that beneficial owners of the CDIs who are not the CDI Holder on record contact their broker and custodian for guidance on the next steps.

Approved by the Board of MNC Media Investments Pty Limited



First Letter to CDI Holders

18 August 2023

Dear CDI Holder,

Re: Removal and delisting from the ASX

MNC Media Investment Ltd ("**MIH**" or the "**Company**") wishes to inform its security holders that it will be delisted and removed from the ASX (the "**Delisting**") on 01 September 2023 (the "**Delisting Date**") as it has been suspended from quotation for a continuous period of more than two years. The Delisting is pursuant to clause 3.4 of Guidance Note 33 of the ASX Listing Rules.

This letter contains important information about your holding of the CDIs, as well as certain implications which may arise for you as a result of the Delisting.

Background

The Company has issued 421,435,021 shares (the "**Company Shares**"). This includes 39,192,278 CHESS Depositary Interests ("**CDIs**") quoted on the ASX which are equivalent to 391,922,780 Company Shares. The CDIs represent approximately 93% of Company Shares, and 1 CDI is equivalent to 10 Company Shares.

Currently, the Company Shares underlying the CDIs are held by CHESS Depositary Nominees Pty Limited (the "**CDN**") on trust for the relevant CDI holders (the "**CDI Holder**"). As a result of the Delisting, the CDIs will no longer be traded or quoted on the ASX. Accordingly, CDN will terminate the trust under which the Company Shares underlying the CDIs are currently held, and will transfer the legal title to the Company Shares to the CDI Holders. Such transfer will occur in accordance with a transfer instrument prepared in accordance with Cayman Islands law. The Company will also arrange delivery of the Company Shares to CDI Holders to the name and address the CDIs were registered in.

Impact of Delisting from the ASX

Pursuant to the Delisting of MIH, and in accordance with the requirements of the ASX Settlement Operating Rules section 13.5A.1 and 13.5A.2, CDI Holders should be notified that following the Delisting:

- a) ASX Settlement Pty Limited ("**ASXS**") shall revoke the approval of CDIs in respect of the 391,922,780 Company Shares.
- b) CDN by resolution of its board of directors, shall revoke the trust under which it holds the underlying Company Shares. The Company will send a second letter notifying CDI Holders of the effective date of that resolution. Following such date, the legal title to Company Shares shall be transferred to the CDI Holders so that the CDI Holders will hold both the full legal and beneficial title to Company Shares.
- c) The Company will continue to be subject to the laws of the Cayman Islands and will continue to be classified as an exempted company in the Cayman Islands. ASX Listing Rules will cease to apply to it.
- d) Holders of Company Shares (a "**Shareholder**") wishing to trade their Company Shares will be entitled to transfer their shares off-market to a willing third-party purchaser in accordance with the Company's constitutional documents and applicable Cayman Islands laws. As Company Shares will not be listed on an active market, there will be limited liquidity and Shareholders will be personally responsible for sourcing potential purchasers of their Company Shares.



- e) The Company may continue to raise funds by way of private placement of securities pursuant to the Cayman Islands companies laws and by way of private agreement.

Dates of the Delisting Process

The following table sets out the MIH Delisting process:

The Suspension Date – effective date of suspension in trading of CDIs on the ASX.	01 April 2021
The Delisting Date – effective date of the removal of Company from the ASX’s official list.	01 September 2023
Revocation of Approval by ASX Settlement Pty Limited – all CHESS holdings converted to the Issuer Operated Register.	22 September 2023
Tentative Distribution Date – proposed date of distribution of Company Shares underlying the CDIs.	04 October 2023

Further Information

If you have any inquiries or require clarification, please contact the MIH Share Registry via email at shareregistry.mncmi@mncgroup.com.

We kindly request that beneficial owners of the CDIs who are not the CDI Holder on record contact their broker and custodian for guidance on the next steps.

Approved by the Board of MNC Media Investments Pty Limited