

ASX Announcement

27 May 2024

Energy One Limited announces capital raising for A\$4.3m to strengthen the balance sheet

Energy One Limited (ASX: EOL) (“**EOL**” or “the **Company**”) today announces a fully underwritten capital raising to raise gross proceeds of approximately A\$4.3m.

Highlights

- EOL confirms that it expects to meet (or exceed) revenue guidance issued at the H1 FY2024 report.
- EOL has returned to profitability from January 2024.
- EOL is launching a fully underwritten A\$4.3m Capital Raising to strengthen its balance sheet and has received credit approval from its lender National Australia Bank (“**NAB**”) regarding the extension of its financing facility to be executed prior to 30 June 2024.

The Company’s Chairman Mr Andrew Bonwick said “The Company is pleased to provide an opportunity for our existing shareholders to increase their holdings in the company through the Offer. The funds will support an acceleration of debt reduction.”

Equity capital raising

The fully underwritten capital raising will be comprised of a non-renounceable non-accelerated 1 for 28 pro-rata entitlement offer (“**Offer**”) at an offer price of \$4.05 per share (“**Offer Price**”).

The Offer Price under the Offer represents a discount of:

- 8.8% to the last closing price of \$4.44 per share on Friday, 24 May 2024
- 4.3% to the 5-day VWAP of \$4.232 per share as at Friday, 24 May 2024
- 4.3% to the 15-day VWAP of \$4.231 per share as at Friday, 24 May 2024
- 8.5% to TERP¹ of \$4.427

The Offer is fully underwritten by Unified Capital Partners Pty Ltd (“**UCPS**”).

¹ The Theoretical Ex-Rights Price (“TERP”) is the theoretical price at which EOL shares should trade immediately following the ex-date for the Entitlement Offer. TERP is calculated by reference to EOL’s closing price of \$4.44 on 24 May 2024, being the last trading day prior to the announcement of the Offer. TERP is a theoretical calculation only and the actual price at which EOL shares trade immediately after the ex-date of the Entitlement Offer will depend on many factors and may not be equal to TERP.

Head Office

Level 13, 77 Pacific Highway
North Sydney NSW 2060

Postal Address

PO Box 6400
North Sydney NSW 2059

Contact Information

Telephone: + 61 2 8917 2200
Email: enquiries@energyone.com.au
Website: www.energyone.com

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Non-executive Director, Ian Ferrier, the Company's largest shareholder with a current shareholding of 23.49%, is supportive of the Offer and has provided a binding commitment to subscribe for his full entitlement under the Offer of approximately A\$1m.

Mike Ryan (Non-executive Director) has agreed to partially sub-underwrite the Offer up to approximately \$100,000. Richard Kimber (Non-executive Director) has agreed to partially sub-underwrite the Offer up to approximately \$100,000. Leanne Graham (Non-executive Director) has agreed to partially sub-underwrite the Offer up to approximately \$50,000. Mike Ryan, Richard Kimber and Leanne Graham will not receive any fees for their sub-underwriting arrangements and there are no significant events that could lead to the termination of these arrangements, other than termination of the underwriting agreement between the Company and UCPS (a summary of the key terms of the underwriting agreement are set out in the Investor Presentation provided to the ASX today).

Additionally, Andrew Bonwick intends to take up his entitlements in full and Shaun Ankers intends to take up a portion of his entitlements.

The Offer will be offered to all shareholders registered on EOL's register at 7.00pm (Sydney Time) on Thursday 30 May 2024 (**Record Date**) with a registered address in Australia or New Zealand ("**Eligible Shareholders**").

Approximately 1,073,837 new EOL shares will be issued under the Offer ("**New Shares**"). New Shares will rank equally with existing EOL shares and EOL will, upon issue of those New Shares, EOL will seek quotation of the New Shares on ASX.

Eligible Shareholders will be invited to subscribe at the Offer Price for 1 New Share for every 28 existing EOL shares ("**Entitlement**") held at the Record Date. Eligible Shareholders will receive an offer booklet ("**Offer Booklet**"), which is expected to be despatched on or about Tuesday, 4 June 2024. The Offer Booklet will also enclose personalised entitlement and acceptance forms.

Entitlements cannot be traded on the ASX or transferred. Eligible Shareholders who do not take up their Entitlements under the Offer, in full or in part, will not receive any value in respect to those Entitlements not taken up. Any shortfall shares not taken-up by Eligible Shareholders under the Offer will be allocated to the sub-underwriters under the Offer.

Use of proceeds of the Offer

Funds raised under the Offer will be used to reduce the A\$25m debt facility EOL has in place with NAB (**NAB Facility**).

EOL confirms that NAB have in principle agreed (including credit approval) to extend the facility for a further three years from April 2025 on materially the same terms and conditions as the current

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facility agreement. The extension is currently being documented by NAB and is expected to be executed prior to 30 June 2024.

Trading update to April 2024 and Guidance

The Company remains on track to meet (or exceed) the prior (Feb 24) revenue guidance - which was A\$51m (Total Operating Revenue) and A\$45m (Recurring revenue).

- Recurring Revenue growth in FY24 now expected to be up ~18% on FY23, at ~A\$46m.
- Total Operating Revenue now expected at A\$51m-A\$52m. The slip in one-off revenue (brokerage etc) likely to restrain Total Operating revenue growth expectation to ~15% up (vs FY23).
- Noting that the brokerage market is returning slowly but expected to be back up-to-speed during FY25. CQ business has been affected to the amount of approximately (A\$1m) in FY24.
- Some project delays (in the Australian business) due to timings. Projects expected to be forthcoming to in FY25.
- EOL has returned to profitability from January 2024. Savings from FY24 operating (~A\$2m of overhead) to be realised in FY25.
- One of the main areas of focus for FY25 will be on margin growth - seeking operating leverage via efficiencies, recent restructuring, automation, optimised practices.
- Still investing in cybersecurity. Aiming for ISO27001 accreditation within 18 months.
- Still to continue investment in new technology (AI, batteries etc)

Indicative Offer Timetable²

The indicative Offer timetable is set out below:

Event	Date
Announcement of Capital Raising	Monday 27 May 2024
Record Date for Offer (7pm AEST)	Thursday 30 May 2024
Offer opens and Offer Booklet despatched and announced to ASX	Tuesday 4 June 2024
Offer closes	Friday 14 June 2024
Securities quoted on a deferred settlement basis	Monday 17 June 2024
Announce results of Offer	Tuesday 18 June 2024
Settlement of Offer	Friday 21 June 2024
Issue date of new shares under Offer	Friday 21 June 2024
Normal trading of New Shares issued under the Offer	Monday 24 June 2024

² This timetable is indicative only and may change without notice at the Company's discretion or subject to the requirements of the ASX Listing Rules and Corporations Act. EOL has the ability, with the agreement of the Underwriter, to make changes to the Offer timetable including to extend the closing date for the Rights and/or to accept late applications for the Offer.

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Additional details

Further details of the Offer are set out in the Investor Presentation provided to the ASX today. It contains important information including key risks with respect to the Offer as well as a summary of the key terms of the Underwriting Agreement.

Advisers

Unified Capital Partners Pty Ltd has been appointed as lead manager and underwriter to the Offer. Gilbert + Tobin is acting as Australian legal counsel.

This announcement has been approved by the Board of Directors of EOL.

For further information please contact

Guy Steel

Chief Financial Officer & Company Secretary

E: guy.steel@energyone.com.au | P: +61 2 8916 2223 | www.energyone.com

Important notice and disclaimer

The release of this announcement was authorised by the Board of EOL. This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.

This announcement includes forward-looking statements. These forward-looking statements are based on the Company's expectations and beliefs concerning future events. Forward-looking statements are necessarily subject to risks, uncertainties and other factors, many of which are outside the control of the Company, which could cause actual results to differ materially from such statements. The Company makes no undertaking to subsequently update or revise the forward looking statements made in this announcement, to reflect the circumstances or events after the date of this announcement.

The information contained in this announcement does not constitute investment or financial product advice (nor taxation, accounting or legal advice), is not a recommendation to acquire New Share and is not intended to be used or relied upon as the basis for making an investment decision. This announcement has been prepared without taking into account the investment objectives, financial situation or needs of any individuals. Before making any investment decisions, prospective investors should consider the appropriateness of the information having regard to their own investment objectives, financial situation and needs and should seek legal, accounting and taxation advice appropriate to their jurisdiction. The Company is not licensed to provide investment or financial product advice in respect of New Shares. Cooling off rights do not apply to the acquisition of New Shares pursuant to the Offer.

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