



## Announcement Summary

**Entity name**

FLAGSHIP INVESTMENTS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

30/8/2021

**The Proposed issue is:**☒ A non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)**Total number of +securities proposed to be issued for a non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Convertible Notes ASX: FSIGA	7407407

**Closing date for receipt of acceptances**

24/9/2021

**Proposed +issue date**

1/10/2021

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

### 1.1 Name of +Entity

FLAGSHIP INVESTMENTS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

### 1.2 Registered Number Type

ABN

### Registration Number

99080135913

### 1.3 ASX issuer code

FSI

### 1.4 The announcement is

☒ New announcement

### 1.5 Date of this announcement

30/8/2021

### 1.6 The Proposed issue is:

☒ A non-+pro rata offer of +securities under a +disclosure document or +PDS



## Part 5 - Details of proposed non-pro rata offer under a disclosure document or PDS

## Part 5A - Conditions

**5A.1 Do any external approvals need to be obtained or other conditions satisfied before the non-pro rata offer of +securities under a +disclosure document or + PDS can proceed on an unconditional basis?**

☒ Yes

## 5A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	29/9/2021	<input checked="" type="checkbox"/> Actual	

## Comments

## Part 5B - Offer details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

☒ New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

☒ Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Convertible Notes ASX: FSIGA

**+Security type**

+Convertible debt securities



**The number of +securities to be offered under the +disclosure document or +PDS**

7,407,407

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

☒ No

**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

☒ Yes

**Is the minimum acceptance unit based or dollar based?**

☒ Unit based

**Please enter the minimum acceptance value**

740

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

☒ No

#### Offer price details

**Has the offer price been determined?**

☒ Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security?**

AUD 2.70000

#### Oversubscription & Scale back details

**Will the entity be entitled to accept over-subscriptions?**

☒ No

**Will a scale back be applied if the offer is over-subscribed?**

☒ Yes

**Describe the scale back arrangements**

FSI will seek to provide Applicants under the Priority Offer with an allocation of at least 740 FSI Notes on a reasonable endeavours basis. FSI does not guarantee any minimum allocation and the extent of any allocation will ultimately depend on the number of Applicants under the Priority Offer and total level of Applications under the Offer. Allocations to brokers and institutional investors under the Broker Firm Offer will be determined by FSI, in agreement with the Joint Lead Managers.

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

☒ Yes



## +Convertible debt securities details

**These securities are:**

Convertible

**Type of security**

Convertible note or bond

**+Security currency**

AUD - Australian Dollar

**Face value**

AUD 2.7000

**Interest rate type**

Fixed rate

**Frequency of coupon/interest payments per year**

Quarterly

**First interest payment date**

31/12/2021

**Interest rate per annum**

5.50000 %

**Is the interest rate per annum estimated at this time?**☒ No**s128F of the Income Tax Assessment Act status applicable to the +security**

s128F exempt

**Is the +security perpetual (ie. no maturity date)?**☒ No**Maturity date**

1/10/2026

**Select other features applicable to the +security**☒ Redeemable**Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?**☒ Yes**If yes, what is the first trigger date**

1/10/2023

**Details of the type of +security that will be issued if the securities are converted, transformed or exchanged**

FSI : ORDINARY FULLY PAID

**Number of +securities that will be issued if the +securities are converted, transformed or exchanged (including, if applicable, any interest)**

Each Note converts into a number of shares determined by dividing the Conversion Amount (the Face Value of the note plus accrued but unpaid interest) by the Conversion Price (\$2.70)

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

[www.flagshipinvestments.com.au/fsi-notes/](http://www.flagshipinvestments.com.au/fsi-notes/)



## Part 5C - Timetable

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### 5C.1 Lodgement date of +disclosure document or +PDS with ASIC

30/8/2021

### 5C.2 Date when +disclosure document or +PDS and acceptance forms will be made available to investors

31/8/2021

### 5C.3 Offer open date

7/9/2021

### 5C.4 Closing date for receipt of acceptances

24/9/2021

### 5C.6 Proposed +issue date

1/10/2021

## Part 5D - Listing Rule requirements

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### 5D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☒ Yes

### 5D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

29/9/2021

### 5D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☒ Yes

## Part 5E - Fees and expenses

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### 5E.1 Will there be a lead manager or broker to the proposed offer?

☒ Yes

### 5E.1a Who is the lead manager/broker?

Morgans Financial Limited  
Taylor Collison Limited



**5E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

Morgans Financial Limited \$168,750 (plus GST) and Taylor Collison Limited \$93,750 (plus GST).  
In addition, each Joint Lead Manager will be paid an application fee of 1.25% (plus GST) of the total proceeds of the Broker Firm Offer raised by the relevant Joint Lead Manager and their associated Brokers from participating Wholesale and Sophisticated Clients and Retail Clients.

**5E.2 Is the proposed offer to be underwritten?**

☒ No

**5E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

☒ No

**5E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Customary legal, trustee, registry and other costs

Part 5F - Further Information

**5F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

The additional capital will be deployed in accordance with FSI's existing investment mandate and investment strategy- investing in sustainable, high quality, growth businesses that have the ability to generate predictable, above average economic returns

**5F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

☒ No

**5F.2 Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority**

FSI will seek to provide Applicants under the Priority Offer with an allocation of at least 740 FSI Notes (where such Applicants have applied for 740 or more FSI Notes) on a reasonable endeavours basis. FSI does not guarantee any minimum allocation and the extent of any allocation will ultimately depend on the number of Applicants under the Priority Offer and total level of Applications under the Offer.  
Allocations to brokers and institutional investors under the Broker Firm Offer will be determined by FSI, in agreement with the Joint Lead Managers.

**5F.3 URL on the entity's website where investors can download the +disclosure document or +PDS**

[www.flagshipinvestments.com.au/fsi-notes/](http://www.flagshipinvestments.com.au/fsi-notes/)

**5F.4 Any other information the entity wishes to provide about the proposed offer**