



New Hope Successfully Prices A\$200 million Senior Convertible Notes Due 2026

25 June 2021

New Hope Corporation Limited ABN 38 010 653 844 (ASX: NHC) (**New Hope** or the **Company**) is pleased to announce that it has successfully priced A\$200 million of senior unsecured convertible notes due 2026¹ (**Notes**).

The Notes are convertible into fully paid ordinary shares in New Hope (**Ordinary Shares**) (**Convertible Notes Offering**). The Notes will mature on 2 July 2026 unless otherwise redeemed, repurchased or converted in accordance with their terms and conditions.

The initial conversion price of the Notes is A\$2.10 per Ordinary Share, which represents a conversion premium of 25% over the Reference Share Price.

The net proceeds from the Notes are expected to be approximately A\$196 million, after deduction of commissions, professional fees and other administrative expenses. New Hope intends to use the net proceeds from the Convertible Notes Offering for general corporate purposes, which may include further growth expansion and opportunistic M&A activity.

A summary of the key terms and conditions of the Notes is set out in the Appendix of this announcement.

New Hope CEO, Reinhold Schmidt commented:

“We are very pleased with the demand experienced for the Convertible Notes Offering. This transaction has enabled a new group of global institutional investors to invest in New Hope and provides diversified capital for us to expand as we continue to deliver on our core business of providing low cost, reliable and efficient energy to growing nations. The Convertible Notes Offering enhances New Hope’s ability to pursue growth and acquisition opportunities that may be available in the market, providing value to our investors.”

A delta placement of approximately 38.1 million Ordinary Shares was executed by Jefferies (Australia) Pty Ltd in order to facilitate some of the hedging activity in relation to the Convertible Notes Offering. The clearing price of the delta placement was A\$1.68 per Ordinary Share, representing a discount of 8.7% to the last closing price of the Ordinary Shares on 24 June 2021. This delta placement price of A\$1.68 was used as the Reference Share Price for the Notes.

¹ Notes investors have a put option in July 2024

New Hope will lodge an offering circular in connection with the Convertible Notes Offering with the Singapore Exchange Securities Trading Limited (**SGX-ST**). This offering circular contains operating and financial information, and includes an updated pro-forma capitalisation and indebtedness summary of the Company, reflecting the impact of the Notes as at 31 January 2021.

Settlement of the Convertible Notes Offering is expected to occur on or about 2 July 2021 and is subject to satisfaction of customary conditions precedent.

Jefferies (Australia) Pty Ltd acted as Sole Lead Manager of the Convertible Notes Offering.

Ends

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Appendix:

Key Terms of the Note	
Issuer	New Hope Corporation Limited
Issue Size	AUD 200m
Status / Rank	Direct, unsubordinated, unconditional and unsecured
Maturity Date	2 July 2026 (5 years)
Investor Put Date	2 July 2024 (3 years)
Coupon	2.75% p.a. payable on a semi-annual basis
Conversion Price / Premium	A\$2.10 per Ordinary Share, representing a 25% premium above the Reference Price
Reference Share Price	A\$1.68 per Ordinary Share
Settlement	<p>Where a holder is entitled to convert their Notes into Ordinary Shares, the conversion of the Notes will be physically settled by the issuance of new Ordinary Shares.</p> <p>The number of Ordinary Shares issued on exercise of the conversion right will be determined by dividing the principal amount of the Notes to be converted by the applicable conversion price.</p>
Conversion Price Adjustment	<p>Standard anti-dilutive adjustments including Conversion Price adjustments for all dividends paid by New Hope.</p> <p>The extent to which the Conversion Price is reduced following a change of control is variable, dependent on the time period between the change of the control and the final Maturity Date of the Notes</p>
Listing	SGX-ST
Selling Restrictions	Reg S (Cat 1) only
MiFID II professionals/ECPs-only/No PRIIPs KID	Manufacturer target market (MiFID II product governance) is expected to be eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail in the European Economic Area
UK MiFIR professionals/ECPs-only/No PRIIPs KID	Manufacturer target market (UK MiFIR product governance) is expected to be eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail in the United Kingdom

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The information contained in this announcement is not for distribution, directly or indirectly, in or into the United States. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Ordinary Shares and the Notes mentioned herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (Securities Act), and may not be offered or sold in the United States except pursuant to

registration or an exemption from the registration requirements of the Securities Act. No public offering of the Ordinary Shares or the Notes will be made in the United States.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.