

UAC announces takeover bid for Infigen Energy

- UAC Energy Holdings Pty Ltd ACN 640 077 747 (**UAC**) has acquired an aggregate interest in 12.82% of the stapled securities in Infigen Energy (**Infigen**) (ASX: IFN)
- UAC intends to make an all cash takeover bid of A\$0.80 per Infigen stapled security¹
- Attractive 43.4% premium to the one-month volume weighted average price (**VWAP**) of A\$0.56 per stapled security
- Compelling value and cash certainty for Infigen securityholders
- Conditions to the takeover will include Foreign Investment Review Board (**FIRB**) approval and certain conditions relating to potential change of control provisions in Infigen's debt financing agreements
- The Offer will not be subject to a minimum acceptance condition

Transaction details

UAC, an investment holding company owned by the AC Energy Group and the UPC Renewables Group, today announced that it has acquired an aggregate interest in 12.82% of the Infigen stapled securities, consisting of beneficial ownership of 9.90% of the Infigen stapled securities and an economic interest in a further 2.92% of the Infigen stapled securities via a Total Return Swap (**TRS**). The TRS provides UAC with an option to acquire the underlying Infigen Stapled Securities, conditional on receiving approval under the *Foreign Acquisitions and Takeovers Act 1975* (Cth).

UAC also announced that it intends to make an off-market takeover bid of A\$0.80 per Infigen stapled security² (the **Offer**), implying a total equity value of A\$777 million for 100% of Infigen.

The Offer price is attractive and represents compelling value in the context of the price performance of Infigen stapled securities, with the strong support from Infigen securityholders for UAC's recent on-market purchasing of Infigen stapled securities at the Offer price highlighting the attractiveness of the Offer.

The Infigen stapled security price has not closed higher than the Offer price since August 2017. Further, the Offer price represents a premium of:

- 35.6% to the closing price of Infigen stapled securities on 2 June 2020, being the last trading day before the announcement of the Offer (the **Announcement Date**);
- 43.4% to the 1-month VWAP of Infigen stapled securities up to and including 2 June 2020³;
- 57.9% to the 3-month VWAP of Infigen stapled securities up to and including 2 June 2020⁴; and
- 36.9% to the 12-month VWAP of Infigen stapled securities up to and including 2 June 2020⁵.

The Offer is particularly attractive in the context of recent falls in electricity prices as well as Infigen's relatively high debt servicing costs, its limited track-record in paying distributions and decisions taken

¹ This Offer price will be reduced by the value of any distribution announced by Infigen on or following the Announcement Date if UAC decides not to rely on the defeating condition in respect of the announcement of the relevant distribution (see condition (p) in the attachment to this announcement).

² This Offer price will be reduced by the value of any distribution announced by Infigen on or following the Announcement Date if UAC decides not to rely on the defeating condition in respect of the announcement of distributions (see condition (p) in the attachment to this announcement).

³ VWAP is calculated based on market value traded on ASX divided by market volume traded on ASX. VWAP calculated from 4 May 2020 to 2 June 2020 (inclusive). Source: IRESS.

⁴ VWAP is calculated based on market value traded on ASX divided by market volume traded on ASX. VWAP calculated from 3 March 2020 to 2 June 2020 (inclusive). Source: IRESS.

⁵ VWAP is calculated based on market value traded on ASX divided by market volume traded on ASX. VWAP calculated from 3 June 2019 to 2 June 2020 (inclusive). Source: IRESS.



by Infigen to suspend investment in a number of projects and defer the delivery of its development pipeline.

UAC Chairman, Anton Rohner, said:

“An acquisition of Infigen is consistent with our shareholders’ strategies of investing in attractive opportunities in the renewable energy sector.

“The businesses of Infigen and UPC\AC Renewables Australia are complementary from an investment perspective. We have ready access to capital and significant renewable energy expertise that will position us well to support Infigen’s pipeline of projects and focus on much needed renewable energy investment and associated employment in Australia.”

Offer conditions

The Offer will be subject to a number of conditions, including approval from FIRB and certain conditions relating to potential change of control provisions in Infigen’s debt financing agreements. The Offer will not be subject to a minimum acceptance condition. A full list of the conditions to the Offer is set out in the attachment to this announcement.

Timetable and next steps

UAC intends to provide a copy of the Bidder’s Statement to ASIC, ASX and Infigen shortly. The Bidder’s Statement will contain detailed information relating to the Offer, including the key reasons to accept the Offer and instructions on how to accept the Offer. The Bidder’s Statement will be sent to all Infigen securityholders in due course.

About UAC

UAC is an Australian proprietary company that is owned by AC Energy Group (**AC Energy**) (as to 75%) and UPC Renewables Australia (trading as UPC\AC Renewables Australia) (as to 25%). UPC\AC Renewables Australia is in turn operated as a joint venture between AC Energy and the UPC Renewables Group which has been operating in Australia for three and a half years and directly employs 30 full time employees.

UPC\AC Renewables Australia is developing a portfolio of Australian renewable energy projects, which include:

- Robbins Island Renewable Energy Park and Jim’s Plain Renewable Energy Park in North West Tasmania (~1,000 -1,200MW), a key project for the Marinus Link and “Battery of the Nation Project”;
- New England Solar Farm in regional NSW, which has already received development approval from the NSW government and independent planning commission (~720MW);
- Baroota Pumped Hydro Project (~250MW) and Bridle Track Solar Project in South Australia (~300MW); and
- Axedale Solar Farm in Victoria (160MW).

AC Energy and the UPC Renewables Group are long-time investment partners in Asia, with a successful track record of operating renewable energy projects in the Philippines and Indonesia, and projects in development in Vietnam, India, Korea, and Taiwan.

AC Energy is a wholly owned subsidiary of Ayala Corporation which is listed on the Philippines Stock Exchange with a market capitalisation of approximately A\$13.8 billion.

For further information please visit the respective websites:

www.uacenergy.com.au

www.upcrenewables.com

www.acenergy.com.ph

www.upc-ac.com



Possible further acquisitions

UAC reserves the right to acquire a further economic interest in Infigen stapled securities via a TRS to take it up to an aggregate interest of 19.9% of the stapled securities in Infigen.

Advisers

Credit Suisse is acting as financial adviser and Herbert Smith Freehills is acting as legal adviser to UAC Energy in relation to the Offer.

For media enquiries please contact:

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This release has been authorised by the board of directors of UAC.