



Announcement Summary

Entity name

ARISTOCRAT LEISURE LIMITED

Announcement Type

New announcement

Date of this announcement

18/10/2021

The Proposed issue is:

An accelerated offer

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
ALL	ORDINARY FULLY PAID	31,100,247

Trading resumes on an ex-rights basis

21/10/2021

+Record date

21/10/2021

Offer closing date for retail +security holders

8/11/2021

Issue date for retail +security holders

17/11/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

ARISTOCRAT LEISURE 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

44002818368

1.3 ASX issuer code

ALL

1.4 The announcement is

New announcement

1.5 Date of this announcement

18/10/2021

1.6 The Proposed issue is:

An accelerated offer

1.6b The proposed accelerated offer is

Accelerated renounceable entitlement offer with retail rights trading (commonly known as a PAITREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

ALL : ORDINARY FULLY PAID

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)?

Existing class

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

No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

ALL : ORDINARY FULLY PAID

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

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

Yes

The quantity of additional +securities For a given quantity of +securities



to be issued

25

held

514

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

31,100,247

Offer price details for retail security holders

Has the offer price for the retail offer been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 41.85000

Offer price details for institutional security holders

Has the offer price for the institutional offer been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 41.85000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

No

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

No

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 3D - Timetable

3D.1a First day of trading halt

18/10/2021



3D.1b Announcement date of accelerated offer

18/10/2021

3D.3 Trading resumes on an ex-rights basis

21/10/2021

3D.4 Rights trading commences

21/10/2021

3D.5 Date offer will be made to eligible institutional +security holders

18/10/2021

3D.6 Application closing date for institutional +security holders

19/10/2021

3D.7 Institutional offer shortfall book build date

20/10/2021

3D.8 Announcement of results of institutional offer

(The announcement should be made before the resumption of trading following the trading halt)

21/10/2021

3D.9 +Record date

21/10/2021

3D.10a Settlement date of new +securities issued under institutional entitlement offer

28/10/2021

3D.10b +Issue date for institutional +security holders

29/10/2021

3D.10c Normal trading of new +securities issued under institutional entitlement offer

29/10/2021

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

25/10/2021

3D.12 Offer closing date for retail +security holders

8/11/2021

3D.13 Last day to extend retail offer close date

3/11/2021

3D.14 Rights trading end date

1/11/2021

3D.15 Trading in new +securities commences on a deferred settlement basis

2/11/2021



3D.17 Last day to announce results of retail offer, bookbuild for any shortfall (if applicable)

11/11/2021

3D.18 Entity announces results of bookbuild (including any information about the bookbuild expected to be disclosed under section 4.12 of Guidance Note 30)

12/11/2021

3D.19 +Issue date for retail +security holders

17/11/2021

3D.20 Date trading starts on a normal T+2 basis

18/11/2021

3D.21 First settlement of trades conducted on a +deferred settlement basis and on a normal T+2 basis

22/11/2021

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Goldman Sachs Australia Pty Ltd
UBS AG, Australia Branch

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Management Fee of:
0.30% of the proceeds of the institutional component of the Entitlement Offer (Institutional Offer Proceeds); and
0.30% of proceeds of the retail component of the Entitlement Offer (Retail Offer Proceeds).

Discretionary Incentive Fee of:
up to 0.25% of the Institutional Offer Proceeds; and
up to 0.25% of the Retail Offer Proceeds,
payable at the sole and absolute discretion of Aristocrat.

3E.2 Is the proposed offer to be underwritten?

Yes

3E.2a Who are the underwriter(s)?

Goldman Sachs Australia Pty Ltd
UBS AG, Australia Branch

3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?

100%



3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?

Underwriting Fee of:
1.15% of the Institutional Offer Proceeds; and
1.15% of the Retail Offer Proceeds.

3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated

See "Appendix F: Underwriting Agreement Summary" starting on slide 72 of Aristocrat's investor presentation lodged on ASX on 18 October 2021 for a summary of the underwriting agreement and the summary of significant events that could lead to the underwriting being terminated.

3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

No

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

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Standard share registry, external advisers and ASX administrative fees.

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

Acquisition of Playtech plc - see accompanying investor presentation.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Refer to 3F.7 for full details of countries in which the entity has shareholders who will not be eligible to participate in the proposed issue.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

The retail component of the Entitlement Offer will be made available to nominees with a registered address in Australia or New Zealand who were registered as the holder of ALL fully paid Shares at 7.00pm on 21 October 2021 and who held those securities on behalf of underlying beneficial holders (wherever they reside), except to the extent that those underlying beneficial holders are not an eligible retail shareholder.

The retail component of the Entitlement Offer is not available to shareholders that are in the United States or who are, or are acting for the account or benefit of, persons in the United States.



3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://www.aristocratoffer.com>

3F.7 Any other information the entity wishes to provide about the proposed issue

Further response to 3F.4:

For retail shareholders - all countries other than Australia and New Zealand.

For institutional shareholders - all countries other than Belgium, Canada, China, Denmark, Finland, France, Germany, Hong Kong, Ireland, Italy, Japan, Luxembourg, Malaysia, Netherlands, New Zealand, Norway, Singapore, South Korea, Sweden, Switzerland, United Arab Emirates (excluding the Dubai International Financial Centre), United Kingdom and United States (only to approved U.S. investors).

Aristocrat will send those shareholders (i.e. ineligible shareholders) a notice on or around 25 October 2021 which will state that those shareholders are not eligible to participate in the Entitlement Offer.

3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

No

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)