



9 March 2022

ASX Announcement

UNMARKETABLE PARCEL SALE FACILITY

Pre-fabricated modular data centre specialist, DXN Limited (ASX:DXN) (**DXN** or the **Company**), announced today that it is establishing an opt-out unmarketable parcel sale facility (**Facility**) for shareholders who hold less than \$500 worth of fully paid ordinary shares in the Company (**Unmarketable Parcel**).

As at market close on Friday 4 March 2022 (**Record Date**), the closing price of the Company's shares on ASX was \$0.008 and on this basis an Unmarketable Parcel is less than 62,500 shares.

In accordance with the Company's Constitution and ASX Listing Rules, the attached letter and Share Retention Form will be sent to all shareholders holding an Unmarketable Parcel of shares as at the Record Date.

Shareholders with an Unmarketable Parcel who wish to retain their shareholding need to give the Company written notice by returning the Share Retention Form **by no later than 5.00pm (Sydney time) on Friday 22 April 2022** or acquire additional shares prior to that time such that their holdings comprise a marketable parcel, otherwise their shares will be sold by the Company.

Shareholders wishing to take advantage of the Facility and have their shares sold by the Company **do not** need to take any action.

A summary of key dates in relation to the Facility are as follows:

Unmarketable Parcels Record Date	7.00pm (Sydney time), Friday 4 March 2022
Despatch of Letter to holders of Unmarketable Parcels	Wednesday 9 March 2022
Closing Date for Receipts of Share Retention Form	5.00pm (Sydney time) Friday 22 April 2022
Estimated Unmarketable Parcels payment date	As soon as practicable after Friday 20 May 2022

The Company may modify these dates or suspend or terminate the Facility. Any modification, suspension or termination will be notified to shareholders by way of a market announcement.

-ends-

For more information please contact:

Shalini Lagrutta, CEO

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E: investorrelations@dxn.solutions

ASX Release authorised by the Board

DXN Limited

ABN: 46 620 888 548

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9 March 2022

Dear Shareholder

Unmarketable Parcels Sale Facility – Notice of Divestiture

We are writing to advise you that DXN Limited (“the Company”)(ASX:DXN) has established an unmarketable parcel sale facility (**Facility**) for shareholders that hold less than \$500 in value of fully paid ordinary shares in the Company (**Unmarketable Parcel**) as at 7.00pm (Sydney time) Friday 4 March 2022 (**Record Date**).

The Company is providing this Facility to require holders of Unmarketable Parcels to sell their shares. Holders of Unmarketable Parcels may opt out of the Facility as noted below.

Our registry records show that you held an Unmarketable Parcel of less than 62,500 shares in the Company, based on closing price on ASX of shares of \$0.008 per share on the Record Date.

If you hold Company shares in a CHESS Holding and they remain in a CHESS Holding after the Closing Date (as defined in the timetable below) the Company may, without further notice, remove those Company shares from the CHESS Holding to an Issuer Sponsored Holding for the purposes of divestment in accordance with this notice.

Shares to be sold under the Facility will be sold on ASX in the ordinary course of trading at the prevailing market price. The Company will pay all brokerage and handling costs of the sale for holders of Unmarketable Parcels under the Facility, excluding tax consequences from the sale, which remain the shareholder’s responsibility. The sale price of each of your Company shares will be the average price of every share sold on ASX under the Facility.

All holders of an Unmarketable Parcel who are participating in the Facility will receive the same sale price per share and the payment for your holding will be the sale price multiplied by the number of your shares sold. As the sale price is an average, the proceeds that you receive may be more or less than the actual price received by the broker for the sale of your shares.

As the Company has determined that all payments to shareholders are to be made via direct credit to their nominated bank account, please ensure your account details are up to date with the Company’s share registry, Automic Pty Ltd (**Automic**). You can update your banking and personal details with Automic by logging in to your holding on Automic’s Investor Centre at <https://www-https://www.automicgroup.com.au/investor> or by calling them on Australia: 1300 288 664 Overseas: +61 2 9698 5414.

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Key Dates

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Despatch of Letter to holders of Unmarketable Parcels	Wednesday 9 March 2022
Closing Date for Receipts of Share Retention Form	5.00pm (Sydney time) Friday 22 April 2022
Estimated Unmarketable Parcels payment date	As soon as practicable after Friday 20 May 2022

The Company may modify these dates or suspend or terminate the Facility. Any modification, suspension or termination will be notified to shareholders by way of a market announcement on ASX.

What do you need to do if you wish to sell your Unmarketable Parcel?

You **do not** need to take any action. Your shares will be sold through the Facility after the Closing Date and the proceeds of the sale paid to you in accordance with the timetable above.

What do you need to do if you wish to retain your Unmarketable Parcel?

If you wish to retain your shares you must complete the attached Share Retention Form and ensure it is received by Automic before **the Closing Date, being 5.00pm (Sydney time) on Friday 22 April 2022.**

Alternatively, you may acquire additional shares so that you hold at least 62,500 shares as at the Closing Date. In this event, the Facility will not apply to any of your shares.

Important Notes

The Company is not licensed to provide financial product advice. The Company makes no recommendation as to whether you should participate in the Facility. You are encouraged to seek advice from your legal or financial adviser if you are unsure about what to do in response to this notice.

The market price of shares is subject to change from time to time. Up-to-date information on the price of Company shares is available on ASX's website www.asx.com.au from time to time.

The attached Information Sheet provides further information about the Facility. If you have any further questions about the Facility, please contact Automic's Information Line on Australia: 1300 288 664 Overseas: +61 2 9698 5414. or visit <https://www.automicgroup.com.au>.

Yours sincerely

John Baillie
Chairman

DXN Limited

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INFORMATION SHEET - UNMARKETABLE PARCEL SALE FACILITY

Why is the Company Implementing the Facility?

The Company welcomes the support of all shareholders, however, the administrative costs in producing and distributing shareholder communications and maintaining small holdings on the register through registry fees can be disproportionately high when compared with the dollar value of small holdings. Additionally, the Facility will assist holders with a small number of shares who would find it difficult or expensive to dispose of those shares through the normal means.

Does the Company have the authority to sell my shares?

Under ASX Listing Rule 15.13 and clause 3 of the Company's constitution, the Company has the right to sell Unmarketable Parcels, unless shareholders give notice to the Company before the Closing Date that they wish to retain their shares or acquire additional shares such that their holding at the Closing Date comprises a marketable parcel.

When will my shares be sold under the Facility?

The sale of shares under the Facility will be sold as soon as practicable after the Closing Date.

Can I purchase more shares, so my shares won't be sold?

If you increase your holding so that the number of shares held is equal to \$500 the equivalent of 62,500 shares (ie, a Marketable Parcel) or more at the Closing Date, then the Company will not sell your shares under the Facility.

What if I hold multiple Unmarketable Parcels?

If you hold multiple holdings that, in isolation, are deemed to be Unmarketable Parcels, but when aggregated would constitute a Marketable Parcel, you can contact Automic to have those holdings merged into one holding so that this is reflected on the register before the Closing Date. If you do not do this, each of your holdings will be treated as Unmarketable Parcels.

When and how will I receive sale proceeds

The proceeds from the sale of your shares will be remitted to you as soon as practicable after the completion of the Facility. The expected payment date is as soon as practicable after Friday 20 May 2022 and in any event within eight weeks of the Closing Date. **Please ensure you have provided Automic with your nominated bank details as payments will only be made by direct credit.**

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