

**13 October 2020**

The Manager  
Markets Announcement Office  
Australian Securities Exchange  
4<sup>th</sup> floor, 20 Bridge Street  
Sydney NSW 2000

**ELECTRONIC LODGEMENT**

Dear Sir or Madam

**OPTICOMM LIMITED – LETTER FROM UNITI**

I attach an update for immediate release to the market.

Authorised for lodgment by the Board.



**John Phillips**  
**Chief Financial Officer & Company Secretary**

**Investor Relations**

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## LETTER FROM UNITI

OptiComm Ltd (**OptiComm**) refers to:

- (a) the amended and restated scheme implementation deed it entered into with Uniti Group Limited (**Uniti**) on 15 September 2020 (**Amended and Restated SID**) under which it is proposed that Uniti would acquire all OptiComm shares (other than the shares it owns) (**Uniti Scheme**); and
- (b) its announcements yesterday regarding the receipt of a proposal from Aware Super to make an off-market takeover offer for all of the shares in OptiComm, (**Aware Takeover Proposal**).

OptiComm notes that it received a letter on the evening of 12 October 2020 from Uniti alleging that OptiComm is in breach of the Amended and Restated SID and other legal obligations in respect of its engagement with Aware Super regarding the Aware Takeover Proposal. Uniti has made demands which, if they were to be complied with, would undermine the agreed matching rights process under the Amended and Restated SID. OptiComm rejects all of the concerns raised by Uniti and has today sent a response to Uniti vigorously disputing each of the relevant items set out in Uniti's letter.

OptiComm advises that as announced yesterday, OptiComm has commenced and is continuing with the matching rights process under the Amended and Restated SID. Under this process Uniti has the right, but not the obligation, to submit a counter proposal for the OptiComm Board to consider at any time prior to 10am (AEDT) on Thursday, 15 October 2020.

In accordance with the process outlined in the Amended and Restated SID, the formal recommendation of OptiComm Directors will not change, if at all, until the completion of the matching right process. In the meantime, the OptiComm Board continues to recommend the Uniti Scheme as announced on 15 September 2020.

Shareholders are encouraged not to take any action at this time. OptiComm will provide an update to the market once the matching rights process has completed.

For further information contact:

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