



Friday, 16 August 2013

## **DOMINO'S PIZZA ENTERPRISES COMPLETES INSTITUTIONAL COMPONENT OF ITS PRO-RATA ACCELERATED RENOUNCEABLE ENTITLEMENT OFFER**

Domino's Pizza Enterprises Limited (ABN 16 010 489 326) ("DPE") is pleased to announce the successful completion of the institutional component of its 5 for 23 pro-rata accelerated renounceable entitlement offer ("Entitlement Offer") of new DPE shares ("New Shares") at an offer price of A\$10.20 per New Share.

- **The Institutional Entitlement Offer raised gross proceeds of approximately A\$137 million**
- **97% take up by eligible institutional shareholders**
- **Remainder of Institutional Entitlement Offer cleared in the institutional bookbuild at A\$13.00 per New Share, a A\$2.80 premium to the offer price of A\$10.20. The bookbuild clearing price was also a A\$1.60 premium to the dividend adjusted theoretical ex-rights price of A\$11.40<sup>1</sup>**
- **Retail Entitlement Offer opens on 20 August 2013 at the same offer price of A\$10.20 per New Share**

Completion of the Institutional Entitlement Offer represents completion of the first stage of DPE's A\$156 million equity raising, announced on Tuesday, 13 August 2013. The Institutional Entitlement Offer will raise gross proceeds of approximately A\$137 million.

Approximately 0.6 million New Shares were available for subscription under the institutional bookbuild, which was completed on Thursday, 15 August 2013. The institutional bookbuild was well supported by both new and existing institutional investors, achieving a clearing price of A\$13.00. This clearing price was above the offer price of A\$10.20. Therefore, institutional shareholders who elected not to take up their New Shares and ineligible institutional shareholders will receive the proceeds in excess of the offer price proportionally (net of any expenses and applicable withholding tax).

The New Shares to be issued as part of the Institutional Entitlement Offer will be issued on Wednesday, 28 August 2013 with trading on ASX expected to commence on the same day. On issue, the New Shares will rank pari-passu in all regards with existing ordinary shares. The New Shares will not be eligible to participate in the FY13 final dividend (record date of Tuesday, 27 August 2013).

### **Commencement of Retail Entitlement Offer**

The retail component of the Entitlement Offer ("Retail Entitlement Offer") will open on Tuesday, 20 August 2013 and is expected to close at 5:00pm on Friday, 6 September 2013. Eligible retail

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<sup>1</sup> The theoretical ex-rights price ("TERP") is the theoretical price at which DPE shares should trade at immediately after the ex-date for the Entitlement Offer. The TERP is a theoretical calculation only and the actual price at which DPE shares trade immediately after the ex-date for the Entitlement Offer will depend on many factors and may not equal the TERP. TERP is calculated by reference to DPE's closing price of A\$11.82 on 12 August 2013 and by deducting the FY13 final dividend of A\$0.154 to reflect that the New Shares will not be entitled to receive this dividend payment.



shareholders who apply under the Retail Entitlement Offer before 5:00pm on Friday, 6 September 2013 are expected to be issued New Shares on Thursday, 19 September 2013.

Eligible retail shareholders will be able to subscribe for 5 New Shares for every 23 DPE shares held as at 7:00pm on Friday, 16 August 2013 ("Entitlement"), at the same A\$10.20 offer price as the Institutional Entitlement Offer.

New Shares equivalent to the number of New Shares not taken up and New Shares that would have been offered to ineligible retail shareholders had they been entitled to participate will be sold through the retail shortfall bookbuild to be conducted on Wednesday, 11 September 2013. If the amount per New Share realised in the retail shortfall bookbuild exceeds the offer price of A\$10.20 per New Share, the excess will be paid to shareholders who did not accept their Entitlement in full (with respect to that part of the Entitlement they did not accept only) and to ineligible retail shareholders (net of expenses and any applicable withholding tax). There is no guarantee that there will be any proceeds remitted to those shareholders who did not accept their Entitlement in full and ineligible retail shareholders.

Eligible retail shareholders wishing to participate in the Retail Entitlement Offer will need to have regard to the Retail Offer Booklet and personalised Entitlement and Application Form which is expected to be mailed to each eligible retail shareholder on Tuesday, 20 August 2013. Copies of the Retail Offer Booklet will be available on the ASX website and our website at [www.dominos.com.au](http://www.dominos.com.au) from Tuesday, 20 August 2013.

### **Resumption of Trading**

DPE shares are expected to resume trading on the ASX today.

### **Summary of Key Dates**

An indicative timetable associated with the Retail Entitlement Offer is set out below.

#### **Indicative Key Dates for the Retail Entitlement Offer**

|   |                                    |
|---|------------------------------------|
| Record date under the Entitlement Offer   | 7:00pm on Friday, 16 August 2013   |
| Retail Entitlement Offer opens  | Tuesday, 20 August 2013            |
| Despatch of Retail Offer Booklet and Entitlement and Acceptance Form  | Tuesday, 20 August 2013            |
| Retail Entitlement Offer closes   | 5:00pm on Friday, 6 September 2013 |
| Retail Shortfall Bookbuild  | Wednesday, 11 September 2013       |
| Settlement of the Retail Entitlement Offer and Retail Shortfall Bookbuild                                       | Tuesday, 17 September 2013         |
| New Shares allotted under the Retail Entitlement Offer and Retail Shortfall Bookbuild                           | Wednesday, 18 September 2013       |
| New Shares issued under the Retail Entitlement Offer and Retail Shortfall Bookbuild commence trading on the ASX | Thursday, 19 September 2013        |
| Despatch of Holding Statements  | Friday, 20 September 2013          |
| Despatch of payments (if any) in respect of Entitlements not accepted under the Retail Entitlement Offer        | Friday, 20 September 2013          |

All times and dates refer to times and dates in Sydney, Australia.



### **Further Information**

Retail shareholders who have any questions regarding the Retail Entitlement Offer should contact the DPE Entitlement Offer Information Line on 1300 857 499 (within Australia) or on +61 1300 857 499 (from outside Australia) at any time from 8:30am to 5:30pm, Monday to Friday during the Retail Entitlement Offer period.

### **Important Notice**

This announcement may not be released or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or in any other jurisdiction in which such an offer would be illegal. The new shares have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the securities laws of any state or other jurisdiction of the United States. Accordingly, the new shares may not be offered or sold, directly or indirectly, in the United States, unless they have been registered under the U.S. Securities Act (which DPE has no obligation to do or procure), or are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the U.S. Securities Act and any other applicable state securities laws.