

ASX Announcements Office
Australian Securities Exchange Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

By e-lodgement

28 November 2019

NSC completes bookbuild for \$27 million, five-year unsecured notes to refinance \$26.5 million of Contango Convertible Notes

NAOS Small Cap Opportunities Company Limited (ASX: NSC) is pleased to announce it has successfully completed the bookbuild for its unsecured wholesale note offering.

The offer was only open to eligible professional and sophisticated investors and is not underwritten. No prospectus or other disclosure documents in relation to the wholesale notes has been or will be lodged with the Australian Securities and Investments Commission or any other regulatory authority. The wholesale notes will not be quoted on ASX.

Settlement of the offer has been scheduled for 3 December 2019, subsequent to which NSC intends to issue an Optional Redemption Notice for the \$26.5m of Contango Convertible Notes (ASX: NSCG), giving 10 business days' notice of its intention to redeem the Contango Convertible Notes on or around 17 December 2019.

Sebastian Evans, NSC Director, said the company was pleased the wholesale note issue had received support from both existing and new wholesale investors.

"The new wholesale note issue will enable the early refinancing of the company's existing Contango Convertible Notes which are scheduled to mature in March 2020. The terms of the new wholesale notes better align to the long term strategy of the company. Their successful issue will reduce the company's future interest expense without potentially dilutive conversion rights. We look forward to updating existing and new investors on our progress going forward."

A summary of the key terms for the new wholesale notes is set out below:

Issuer	Naos Small Cap Opportunities Company Limited
Issue size	\$27 million
Ranking	Unsecured and unsubordinated
Rating	The wholesale notes will not be rated by any rating agency
Interest rate	4.95% per annum, payable semi-annually in arrears, subject to step-up in certain circumstances
Maturity	5 years from the date of issue, with NSC having specific rights to redeem early (at a premium) or early (at par) for tax reasons
Negative pledge and financial undertakings	The terms of the wholesale notes include a negative pledge and other financial undertakings

For further information please contact enquiries@naos.com.au or (02) 9002 1576.

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