



## ASX ANNOUNCEMENT (UWL)

### Acquisition of Call Dynamics

- *Specialist inbound voice services provider to SOHO & SME*
- *Complementary with Fone Dynamics acquisition (completing 31/5/19)*
- *Forecast minimum 13% EPS\* accretive in FY2020 & 20% in FY2021*

**15 May 2019:** Uniti Wireless Limited (“UWL”) today announces that it has entered into binding transaction documentation to acquire 100% of Call Dynamics Pty Ltd (“Call Dynamics”) effective 1<sup>st</sup> June 2019.

Call Dynamics is a fast growing, specialist Communications Platform-as-a-Service (“CPaaS”) company, focusing on modern inbound voice services, providing call tracking solutions which allow businesses to accurately track inbound traffic sources and keywords, to enhance marketing efficiency and call-handling professionalism.

Call Dynamics focuses on delivering its services to small & medium enterprises (“SME’s”) and small-office home-office businesses (“SOHO’s”), procured primarily via proven digital marketing channels. The market segments which Call Dynamics targets are highly complementary to medium and larger enterprise customers targeted by Fone Dynamics, the CPaaS provider, to be acquired by UWL, as announced on 1 May 2019.

Call Dynamics was co-founded by telecoms & information technology industry veterans Stuart Marburg and Tim Syratt. Like Fone Dynamics, Call Dynamics has built a sizeable and growing customer base, supported by intellectual property (“IP”), used to deliver its CPaaS offerings and to provide its customers with call tracking analytics.

A number of mutual efficiencies between Fone Dynamics and Call Dynamics have been identified, including, adopting a common CPaaS platform, future software development, combined digital marketing and lead generation. To this end, Call Dynamics will be operationally integrated within the larger Fone Dynamics over the near term, under the stewardship of Fone Dynamics CEO, Jordan Grives.

The consideration for Call Dynamics is \$2M, payable 37% in UWL ordinary fully paid shares (“OFPS”) and 63% in cash. The OFPS component is to be based on the Volume Weighted Average Price (“VWAP”) for the 10 trading days preceding today’s announcement. The cash component is to be payable 50% upon completion of the transaction and 50% twelve months following completion, subject to achievement of forecast earnings in FY20.

UWL OFPS issued as consideration for Call Dynamics will be subject to certain holding lock (“Escrow”) restrictions. Further, the Escrow arrangement obliges the seller to utilise a securities broker nominated by UWL, so as to ensure an orderly transition of share ownership, as and when the former Call Dynamics shareholders elect to sell any UWL OFPS.

The Call Dynamics acquisition is forecast to be materially earnings per share (“EPS”\*) accretive to UWL shareholders in FY2020 and beyond. Based on the forecast earnings for the business, FY2020 EPS accretion will be approximately 13%, increasing to approximately 20% in FY2021, as a result of integration efficiencies and anticipated growth in customer numbers.



UWL CEO, Michael Simmons said of the Call Dynamics acquisition;

*“This is another highly attractive transaction for UWL shareholders, which, like the Fone Dynamics acquisition, will deliver material and growing cash earnings.*

*The fit between Fone Dynamics and Call Dynamics goes well beyond their similarity in name! There are various complementary features between the two businesses, which will enable UWL to aggressively pursue customer growth from SOHO through to larger enterprises, with enhanced sales reach, product diversity, digital marketing smarts and scale efficiency.*

*Importantly, the Call Dynamics acquisition further strengthens our third ‘pillar’ of speciality telco services and builds upon our commitment to cost-efficiently acquire businesses that are highly cash generative and, in turn, add meaningfully to earnings per share to the benefit of all UWL shareholders.*

*We are confident of continuing to build upon the expanding foundation established for UWL over recent months, with numerous further complementary, accretive acquisition prospects identified across each of our three ‘pillars’ of business (wireless, fibre and speciality services). The reaction to the UWL strategy from owners of target businesses has been very encouraging, evidenced by the strong appetite to accept UWL shares as consideration and the efficiency with which we have been able to execute binding transactions to date.”*

The Call Dynamics acquisition is set to complete on 1 June 2019.

- ENDS -

\* EPS accretion calculated using forecast FY2020 EBITDA (inclusive of the recent Fone Dynamics acquisition), net of dilution from issuance of new UWL OFPS

## **ADDITIONAL INFORMATION**

For further information, contact as below:

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## **ABOUT UWL**

UWL is a diversified provider of telecommunications services, specializing in fixed-wireless, fibre and specialty telco services. These are the ‘three pillars’ of strategic growth pursued by UWL.

UWL listed on the Australian Securities Exchange in February 2019 with a stated strategy of becoming a leading provider of niche telecommunications services, via both organic and inorganic (mergers and acquisitions) means. To this end, UWL has brought together an experienced Board and Executive team, to support the identification, execution and integration of the sizeable pool of identified opportunities, across the three growth pillars.

At the core of UWL is a commitment to deliver high quality, diversified telecommunications products and services to its customers, in order to produce strong and growing returns to shareholders.