



The Data Exchange Network Ltd

Benefitting from redefined strategy

The Data Exchange Network Ltd (DXN) is an early stage company building two colocation modular data centres - one in Homebush, New South Wales and another facility in Port Melbourne, Victoria. DXN is a vertically integrated prefabricated modular data centre business with manufacturing facilities in Perth. In early May, the company completed an \$8.3m underwritten entitlement offer of 8.5 new shares for every 10 shares held at \$0.05/share. The offer included a free attached option for every two shares subscribed for at an exercise price of \$0.10/share and a one-year term. DXN has also announced that its recently hired Global Head of Sales and Global Head of Pre-Sales had secured a \$500,000 contract to engineer, manufacture and install a cable landing station for the Government of Niue in the South Pacific. DXN has renamed its infrastructure division DXN Modules and will now run the sales for this division from Kuala Lumpur, after closing its Manila office. The \$500,000 cost saving from the Manila office closure and the cable landing station sale fit with our current forecasts for the company. Our base case DCF valuation is \$0.24/share (WACC 10.7%, terminal growth rate of 2.2%) and includes the dilution from anticipated capital raises from FY19-22. On the current share count of 361.3m share our base case valuation is \$0.34/share.

Business model

The Data Exchange Network is building pre-fabricated modular co-location data centres in leased premises in Sydney, utilising its established engineering and manufacturing facility in Perth to deliver its custom-designed, inhouse data centre infrastructure. The company's revised strategy is to build capacity in stages starting with 1 MW or 145 racks in Sydney and gradually installing 5MW in Sydney and 6MW in Melbourne as demand fills existing infrastructure. This enables DXN to maintain a capital light model compared to traditional DCs which build greater capacity upfront. Revenue will be derived from manufacturing data centre modules for third parties, operating and renting rack space in its co-location data centres and from software licence fees for its monitoring, management and access control system. We forecast breakeven at 2.9MW built and \$10m pa in DXN Module sales.

Benefiting from new appointments

DXN is benefitting from its recent appointments at DXN Module with the Global Head of Sales and Global Head of Pre-Sales securing a \$500,000 contract to engineer, manufacture and install a cable landing station for the Government of Niue. We had factored in an uptick in contract wins as a result of their appointments in our recent re-initiation report.

Entitlement Offer

The company has completed an \$8.3m underwritten entitlement offer of 8.5 new shares for every 10 shares held at \$0.05/share. The entitlement offer included a free attached option for every two shares held at an exercise price of \$0.10/share and a one-year expiry, potentially raising up to \$8.3m in 12 months' time. We have adjusted our forecasts for the entitlement offer and have assumed 100% of the options are exercised in 12 months' time. This has had little impact on our forecasts but has resulted in a slightly lower fully diluted share count as our previous forecasts factored in a FY20 \$8m raise at \$0.08/share.

Earnings	s History and	Estimates				
Year end	Revenue(A\$m)	EBITDA(A\$m)	NPAT (A\$m)	EPS (c)	EV/Sales (x)	EV/EBITDA (x)
06/18a	2.0	(4.0)	(5.7)	(5.86)	-0.70	na
06/19e	2.6	(7.3)	(6.1)	(2.04)	5.77	na
06/20e	18.8	(2.1)	(2.2)	(0.46)	0.96	na
06/21e	32.1	3.2	0.9	0.16	0.62	6.29
Source: Ra	aS Advisory Estim	ates, Company	Data			

Data Centres

24th May 2019



Share performance (12 months)



Upside Case

- Edge Infrastructure and Manufacturing facility in Perth assists in early cashflows and has capacity to meet both internal and external customer demand
- Capital light compared to traditional data centre operators as building 1MW at a time
- Modularised and smaller data centres will be critical to 5G mobile and the Internet of Things

Downside Case

- Small player in a market dominated by global players with deep pockets
- Significant data centre capacity in the market currently
- Growth of mature centres reverts to CPI

Substantial/Institutional Shareholders
Carason Ward Pte Ltd (Dean Coetzee and Tim
Desmond) 15.42%, Buttonwood Nominees Pty Ltd
(Newgate Capital Partners) 14.42%, SG Hiscock &
Company Limited 9.88%

Board of Directors

Douglas Loh	Non-Executive Chairma
Richard Carden	Non-Executive Director
Terry Smart	Non-Executive Director
John Duffin	Non-Executive Director
Timothy Desmond	Executive Director

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Entitlement Offer Details

DXH has completed a non-renounceable entitlement issue of 8.5 shares for every 10 shares held at an issue price of \$0.05/share raising \$8.3m. The offer included a one for two free listed option exercisable at \$0.10 per option one year after the date of issue. The entitlement offer was conditionally underwritten by lead manager Pinnacle Corporate Finance with the condition that the Board launch a search for a Chief Executive Officer. The company has announced it has launched a CEO search. Pinnacle also has the right until September 30 to nominate two new directors to the board. The entitlement offer has resulted in an additional 165.99m shares being issued to raise \$8.3m cash (pre costs) and 82.995m new options which the company plans to list. Assuming the new options are fully exercised in 12 months' time, this will generate another \$8.3m in new capital for the company to utilise for its capex program.

Funds raised from the entitlement offer will be used to complete the first megawatt of supporting infrastructure at the company's Homebush data centre, where 400kW of rack space has already been constructed; and commence construction of the supporting infrastructure for the first megawatt at the Port Melbourne data centre.

As we flagged in our re-initiation report of March 20, 2019, Manufacturing the edge in its data centre strategy; we estimated that the company would require an additional \$6m to complete the first megawatt of infrastructure in its Sydney data centre and another \$7m in FY20 to complete the first megawatt of the Melbourne data centre and commence construction of the second megawatt for Sydney. Our financial model anticipates that DXN will raise \$25.4m in equity capital and \$14m in debt in stages to December 2021 to complete 4.0 MW at Homebush and 2.6 MW at Port Melbourne. The model anticipates break-even at 2.9 MW built and sold and \$10m per annum in DXN Module sales. Below is a picture of the first two modules installed at Homebush.

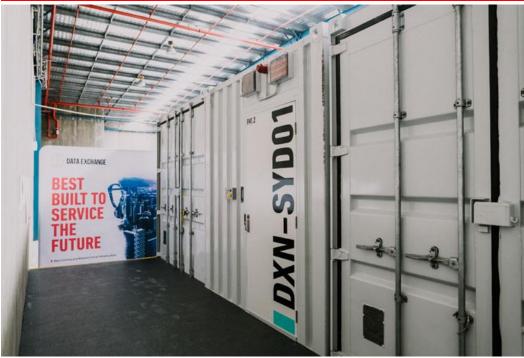


Exhibit 1: The first two modules installed in Homebush

Source: DXN



Capital raising estimates

We have adjusted our capital raising estimates to reflect the entitlements' issue and the accompanying options. Previously we had forecast that the company would raise \$6m in this current half year at \$0.06/share and that another \$8m would be raised in 12 months' time at \$0.08 per share or a 20% premium to the estimated raise price in FY19. The entitlement issue was priced at \$0.05/share to raise \$8.3m and the attached options have an exercise price of \$0.10/share. If fully exercised the options will raise another \$8.3m in equity capital in 12 months' time. We have now incorporated the entitlement issue and assumed that the options are fully exercised. It is assumed that further raisings in FY21 and the first half of FY22 are priced at a 20% premium to the previous equity raising. Our forecasts for capital raisings, including debt raisings, are set out in the following exhibit. There has been no change to our earnings estimates.

•														
Six months ending	Dec-18	Jun 19	Dec 19	Jun 20	Dec 20	Jun 21	Dec 21	Jun 22	Dec 22	Jun 23	Dec 23	Jun 24	Dec 25	Jun 25
Equity raised (A\$m)	2.0	8.3	0.0	8.3	3.9	3.9	3.5	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Price assumed (\$)	0.155	0.05	0.00	0.10	0.12	0.14	0.17	0	0	0	0	0	0	0
Additional shares issued (m)	13.0	166.0	0.0	83.0	32.6	27.2	20.4	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Total Shares on issue (m)	193.8	359.8	359.8	442.8	475.4	502.6	523.0	523.0	523.0	523.0	523.0	523.0	523.0	523.0
New debt (A\$m)		0	2.0	2.1	2.6	2.6	4.7	2.6	4.2	2.1	1.6	2.1	1.0	0
Total Debt (A\$m)	1.8	1.8	3.8	5.8	8.5	11.1	15.8	18.4	22.6	24.6	26.2	28.3	29.3	29.3

DCF of \$0.24/share fully diluted, \$0.34/share on current share count

We have used the discounted cashflow methodology to value DXN, applying a WACC of 10.7%, beta of 1.5, terminal growth rate of 2.2% and target gearing of 10%, to our base case free cashflows. This derives a valuation of \$0.24 per share, fully diluted for all the equity raisings we have incorporated in our model. We have not incorporated the out of the money 39.3m \$0.30 options currently on issue as we do not expect these to be exercised. These have expiry dates of 30/11/20 and 5/4/21. Given where the current share price is and the per share prices we have set in our model for future raisings, it is our view that these will lapse.

We set out the DCF valuation in the following exhibit. Due to the ongoing capital expenditure required to build the data centres. the bulk of the present value rests in the terminal value. We have included in the valuation all capital raises in our forecasts and the impact of additional future share issues on the share count. On the current share count of 361.3m shares, the base case DCF is \$0.34/share.

Exhibit 3: DCF valuation	
	Parameters
Discount rate (WACC)	10.7%
Terminal Growth Rate	2.2%
Beta	1.5
Target gearing	10.0%
Present value of free cashflows inc terminal value	93.8
Add net cash inc all capital raises	29.8
Equity value	123.5
Fully diluted shares	523.0
Equity value per share	\$ 0.24

Scenario Analyses

We have built an upside case and a downside case into the model to contemplate how different growth parameters impact profitability and the DCF valuation. We have applied the following assumptions to our upside case:



- Revenue per rack and ancillary income per rack 10% above our base case
- Utilisation rate of 95% in Melbourne and 99% in Sydney
- CPI increases of 4%
- Cost increases of 2%
- Manufacturing utilisation rate 20% above our base case
- Revenue per unit 20% above our base case

Our downside case assumes the following:

- Revenue per rack and ancillary income per rack 10% below our base case
- Utilisation rate of 80% in both Sydney and Melbourne
- CPI increases of 2%
- Cost increases of 4%
- Manufacturing utilisation rate and revenue per unit 20% below our base case.

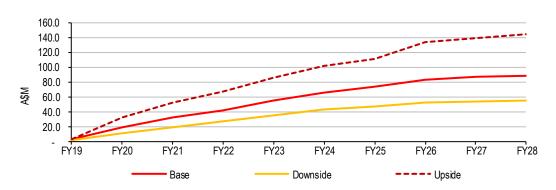
We set out in the following exhibit the impact on valuation and IRR from each of the scenarios considered.

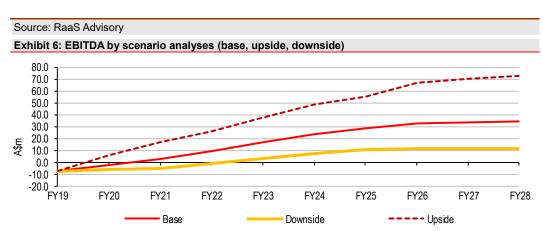
Exhibit 4: Upsi	de case and do	wnside	case va	luations, growt	h rates and fore	ecasted IRR
	DCF A\$m		DCF	CAGR Revenue (FY19-28)	CAGR EBITDA (FY21-28)	IRR %
Base	123.5	\$	0.24	42%	35%	11%
Downside	12.5	\$	0.02	38%	nm	-18%
Upside	297.5	\$	0.57	45%	31%	45%
0 0 0						

Source: RaaS estimates

We set out below, the base, upside and downside scenarios on both revenues and EBITDA.

Exhibit 5: Revenues by scenario analyses (base, upside, downside ex Adelaide and Brisbane)





Source: RaaS Advisory



The Data Exchange Networ	k (DXN)					Share price (23 May 2019)					A\$	0.
Profit and Loss (A\$m)						Interim (A\$m)	H119F	H219F	H120F	H220F	H121F	H22
Y/E 30 June	FY18A	FY19F	FY20F	FY21F	FY22F	, ,	2.5	1.3	8.5	10.3	14.9	1
						EBITDA	(2.7)	(4.5)	(1.5)	(0.7)	0.9	
						EBIT	(2.8)	(4.9)	(2.0)	(1.1)	0.2	
Payania	2.0	2.6	18.8	32.1	42.0	NPAT (normalised)	1 1	, ,	- ` -	(0.8)	0.2	
Revenue						,	(2.7)	(3.4)	(1.4)	` '		
EBITDA	(4.0)	(7.3)	(2.1)	3.2		Minorities	0.0	0.0	0.0	0.0	0.0	
Depn	(0.0)	(0.3)	(0.9)	(1.7)	. , ,	NPAT (reported)	(2.9)	(3.4)	(1.4)	(0.8)	0.1	
Amort	(1.7)	(0.0)	(0.1)	(0.0)	_ ` ′	EPS (normalised)	n/a	(4.6)	(1.5)	(1.4)	(0.4)	(
EBIT	(5.7)	(7.7)	(3.1)	1.5	6.1	EPS (reported)	n/a	(4.6)	(1.5)	(1.4)	(0.4)	(
nterest	0.0	0.1	(0.0)	(0.2)	(0.5)	Dividend (cps)	0.0	0.0	0.0	0.0	0.0	
「ax	0.0	1.5	0.9	(0.4)	(1.7)	Imputation	30.0	30.0	30.0	30.0	30.0	
Minorities	0.0	0.0	0.0	0.0	0.0	Operating cash flow	(0.6)	(5.0)	(4.3)	(3.7)	(1.1)	(
Equity accounted assoc	0.0	0.0	0.0	0.0	0.0	Free Cash flow	(0.4)	(4.5)	(0.1)	0.3	(0.9)	
NPAT pre significant items	(5.7)	(6.1)	(2.2)	0.9	3.9	Divisions	H119F	H219F	H120F	H220F	H121F	H2
Significant items	0.0	0.0	0.0	0.0		Port Melbourne	0.0	0.0	0.0	0.1	0.7	
NPAT (reported)	(5.7)	(6.1)	(2.2)	0.9		Homebush	0.0	0.0	0.6	2.1	3.4	
	(3.1)	(0.1)	(Z.Z)	0.5	5.5		1.3	1.3	7.9	8.2	10.7	
Cash flow (A\$m)	EV/404	EV40E	EV/00E	EV04E	EVOOE	Edge Infrastructure						
Y/E 30 June	FY18A	FY19F	FY20F	FY21F		Software sales	0.0	0.0	0.0	0.0	0.1	
EBITDA	(4.0)	(7.3)	(2.1)	3.2		Tottal Revenue	1.3	1.3	8.5	10.3	14.9	
nterest	0.0	0.1	(0.0)	(0.2)	. ,	COGS	2.3	2.0	5.9	6.7	9.3	
Гах	0.0	0.0	0.0	(0.4)	(1.7)	Gross Profit	(0.9)	(0.7)	2.5	3.6	5.6	
Vorking capital changes	(1.6)	(0.8)	(0.8)	(1.0)	(1.1)	Employment costs	1.0	1.8	1.9	2.1	2.5	
Operating cash flow	(5.6)	(8.0)	(2.9)	1.6	6.0	Other operating costs	0.5	0.7	0.6	0.8	0.8	
Atce capex	(0.4)	(0.1)	(0.2)	(0.4)	(0.8)	Corporate overheads	1.4	1.4	1.4	1.4	1.4	
ree cash flow	(6.0)	(8.1)	(3.2)	1.1	5.2	Total Operating Costs	3.0	3.9	4.0	4.3	4.7	
Growth capex	(0.2)	(8.1)	(5.2)	(13.1)		EBITDA	(3.9)	(4.5)	(1.5)	(0.7)	0.9	
Acquisitions/Disposals	(0.0)	0.0	0.0	0.0	0.0	LUTION	(0.0)	(1.0)	(1.0)	(0.1)	0.0	
Other				0.0		Canau samilaad	4.1	3.9	0.0	5.2	6.5	
	(1.2)	(2.0)	0.0			Capex required	4.1	3.9	0.0	5.2	0.5	
Cash flow pre financing	(7.5)	(18.2)	(8.4)	(11.9)	(13.1)							
Equity	17.7	9.5	7.9	7.4		Margins, Leverage, Returns		FY18A	FY19F	FY20F	FY21F	FY
Debt	0.0	0.0	4.1	5.2	7.3	EBITDA		n/a	(274.6%)	(11.4%)	9.9%	21.
Dividends paid	0.0	0.0	0.0	0.0	0.0	EBIT		n/a	(288.7%)	(16.5%)	4.5%	14.
Net cash flow for year	10.2	(8.7)	3.6	0.8	(2.4)	NPAT pre significant items		n/a	(230.3%)	(11.6%)	2.8%	9.
Balance sheet (A\$m)						Net Debt (Cash)		12.0	3.4	2.9 -	1.5	- 1
Y/E 30 June	FY18A	FY19F	FY20F	FY21F	FY22F	Net debt/EBITDA (x)	(x)	n/a	n/a	n/a -	0.486	- 1.:
Cash	12.0	5.2	8.8	9.5		ND/ND+Equity (%)	(%)	n/a	(23.8%)	(14.1%)	4.6%	22
Accounts receivable	1.2	0.4	3.1	5.3		EBIT interest cover (x)	(x)	n/a	n/a	n/a	0.1	
	0.2	0.4	0.9	1.4		ROA	(^)	n/a	(42.6%)	(11.7%)	3.6%	10.
nv entory								IVa	` '	, ,		
Other current assets	0.7	2.7	2.7	2.7		ROE			(37.4%)	(10.5%)	3.3%	11.
Total current assets	14.2	8.6	15.5	18.9		ROIC		0.0%	(35.2%)	(29.1%)	7.9%	44.
PPE	0.4	9.2	13.7	25.5	41.5	NTA (per share)		0.08	0.05	0.05	0.06	
Goodwill	0.0	0.0	0.0	0.0	0.0	Working capital		0.6	0.1	1.9	3.4	
nv estments	0.0	0.0	0.0	0.0	0.0	WC/Sales (%)		28.2%	4.7%	10.1%	10.7%	11
Deferred tax asset	0.0	1.5	2.4	2.4	2.4	Revenue growth		n/a	33.6%	609.3%	70.9%	30.
Other assets	1.1	1.1	1.1	1.1	1.1	EBIT growth pa		n/a	n/a	n/a	(147.1%)	317.
Total non current assets	1.4	11.7	17.2	29.0		Pricing		FY18A	FY19F	FY20F	FY21F	FY
Total Assets	15.6	20.3	32.7	47.9		No of shares (y/e)	(m)	194	361	477	524	• •
_	0.9	0.5	2.1	3.2		Weighted Av Dil Shares		98	244	386	486	
Accounts payable						•	(m)	96	244	300	400	
Short term debt	0.0	0.6	0.6	0.6	0.6			/e	/a	(0.15)		
ax payable	0.0	0.0	0.0	0.0		EPS Reported	cps	(5.86)	(2.04)	(0.46)	0.16	
Other current liabilities	0.1	0.2	1.2	1.7	2.0	EPS Normalised/Diluted	cps	(5.86)	(2.88)	(0.59)	0.19	
Total current liabilities	1.0	1.3	3.9	5.5	6.4	EPS growth (norm/dil)		n/a	n/a	n/a	-132%	30
ong term debt	0.0	1.1	5.2	10.4	17.7	DPS	cps	-	-	-	-	
Other non current liabs	0.0	0.0	0.0	0.0	0.0	DPS Growth		n/a	n/a	n/a	n/a	
Total long term liabilities	0.0	1.1	5.2	10.4		Dividend yield		0.0%	0.0%	0.0%	0.0%	0
Total Liabilities	1.0	2.5	9.1	16.0		Dividend imputation		30	30	30	30	-
Net Assets	14.7	17.8	23.6	31.9		PE (x)		-	-	-	35.4	
10. / 100010	174.7	17.0	20.0	31.3	JJ.Z			15.2		15.2	15.2	
Name agait-1	00.1	00.0	07.5	45.0	10.0	PE market	-	15.2	15.2			(44
Share capital	20.1	29.6	37.5	45.0		Premium/(discount)			(100.0%)	(100.0%)	133.0%	(44.1
Accumulated profits/losses	(5.7)	(12.1)	(14.3)	(13.3)	. ,	EV/EBITDA		0.3	(2.1)	(8.5)	6.3	
Reserves	0.3	0.3	0.3	0.3		FCF/Share	cps	(2.7)	(2.2)	(0.6)	0.4	
Minorities	0.0	0.0	0.0	0.0	0.0	Price/FCF share		(2.1)	(2.5)	(9.7)	14.4	
	14.7	17.9	23.6	31.9		Free Cash flow Yield		(48.3%)	(39.8%)	(10.3%)	7.0%	23.

Source: RaaS Advisory



FINANCIAL SERVICES GUIDE

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Corporate Authorised Representative, number 1248415

of

ABN 92 168 734 530

AFSL 456663

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- how we are paid, and
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BR has in place Professional Indemnity Insurance which satisfies the requirements for compensation under s912B of the Corporations Act and that covers our authorized representatives.



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