



**Billabong
International
Limited**

ABN 17 084 923 946



1 Billabong Place
Burleigh Heads
QLD 4220 Australia

P O Box 283
Burleigh Heads
QLD 4220 Australia

Tel: +61 7 5589 9899
Fax: +61 7 5589 9654

www.billabongbiz.com

ASX ANNOUNCEMENT

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES OR TO US PERSONS

BILLABONG COMPLETES \$291 MILLION CAPITAL RAISING

GOLD COAST, 16 June 2009: Billabong International Limited ("Billabong") today announced the completion of the retail component of the accelerated non-renounceable pro-rata entitlement offer ("Entitlement Offer") announced on 18 May 2009. Under the Entitlement Offer, eligible shareholders were invited to participate pro-rata to their existing holdings by subscribing for 2 new Billabong ordinary shares ("New Shares") for every 11 existing Billabong ordinary shares, at a price of \$7.50 per New Share.

The retail component of the Entitlement Offer ("Retail Entitlement Offer") closed well over-subscribed. Billabong received applications for over \$78 million. This included applications in respect of entitlements of \$42.1 million and applications for New Shares in excess of entitlements ("Additional New Shares") of \$36.6 million.

As announced on 20 May 2009, the institutional component of the Entitlement Offer ("Institutional Entitlement Offer") raised approximately \$230 million. The proceeds from the Institutional Entitlement Offer combined with the approximate \$61 million raised from the Retail Entitlement Offer, brings total proceeds from the Entitlement Offer to \$291 million.

Ted Kunkel, Billabong's Chairman said:

"The Company is extremely pleased with the positive response and ongoing support from its institutional and retail shareholders."

"The proceeds from the Entitlement Offer will further improve Billabong's balance sheet and provide greater flexibility for the Company."

Retail Entitlement Offer Details

Due to the Retail Entitlement Offer being oversubscribed, Billabong will scale back applications for Additional New Shares in the interests of fairness to all shareholders. The number of Additional New Shares to be issued to each eligible retail shareholder who applied under the Retail Entitlement Offer will be capped at the greater of:

- 15,000 Additional New Shares; or
- 3 times that shareholder's entitlement under the Retail Entitlement Offer.

Where an eligible retail shareholder has applied for a number of Additional New Shares less than this cap, the number of Additional New Shares applied for will be allotted in full. By adopting this approach, approximately 99% of eligible retail shareholders who applied for Additional New Shares under the Retail Entitlement Offer will be receiving the full amount for which they have applied.

Final allocations are subject to a reconciliation and audit process currently being conducted by Billabong's share registry.

The allotment of New Shares to be issued under the Retail Entitlement Offer will be completed by Friday 19 June 2009. The New Shares will commence trading on the Australian Securities Exchange on Monday 22 June 2009. Holding statements and refunds for unfilled applications will be despatched from Monday 22 June 2009.

MARIA MANNING
COMPANY SECRETARY



NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES OR TO US PERSONS

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or to, or for the account or benefit of, any "U.S. person" (as defined in Regulation S under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act")) ("U.S. Person"). Securities may not be offered or sold in the United States or to U.S. Persons unless the securities have been registered under the U.S. Securities Act or an exemption from registration is available. This document may not be distributed or released in the United States or to any U.S. Person. The securities to be offered and sold in the Entitlement Offer have not been and will not be registered under the U.S. Securities Act, and may not be offered or sold in the United States or to or for the account or benefit of U.S. Persons unless the securities are registered under the U.S. Securities Act or an exemption from the registration requirements of the U.S. Securities Act is available. Any offer, sale or resale of New Shares in the United States or to U.S. Persons or to persons acting for the account or benefit of U.S. Persons by a dealer (whether or not participating in the offering) may violate the registration requirements of the U.S. Securities Act if made prior to 40 days after the date on which the New Shares are allocated in the Retail Entitlement Offer or if such New Shares were purchased by a dealer in the Entitlement Offer. No documents relating to the Entitlement Offer may be sent or distributed to persons in the United States or to U.S. Persons or to any persons acting for the account or benefit of U.S. Persons.

The Entitlement Offer does not constitute an offer, and New Shares will not be issued or sold under the Offer, in any jurisdiction in which, or to any person to whom, it would not be lawful to make such an offer, issue or sale. No action has been taken to register or qualify the Shares or the New Shares or to otherwise permit a public offering of Shares or New Shares outside Australia. The New Shares may be offered, issued or sold in any other jurisdiction under the Offer where such offer, issue or sale is permitted under applicable law.

Nothing contained in this document constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action taken on the basis of the information.

For personal use only

