

URGENT NOTICE – ATTENTION PLEASE

Relevant Event Notice Reminder

Noteholders

The Bank of New York Mellon, London Branch

(as **Note Trustee** and **Principal Paying and Exchange Agent**)

160 Queen Victoria Street

London, EC4V 4LA

United Kingdom

The Bank of New York Mellon, Sydney Branch

2/1 Bligh Street

Sydney NSW 2000

27 May 2024

Dear Sir/Madam

SEVEN GROUP HOLDINGS LIMITED (THE “ISSUER”)

A\$250,000,000 4.625 PER CENT. EXCHANGEABLE NOTES DUE 2027 (THE “NOTES”)

Relevant Event Reminder

On 14 May 2024, a Relevant Event Notice was provided to Noteholders informing them of their entitlement to exercise their Exchange Rights at a discounted price of \$2.992, lower than the pre-discounted Exchange Price of \$3.608 per share.

We understand BNY has quoted a deadline of **11 June 2024** as the final date on which a Noteholder may exercise its Exchange Rights to receive the discounted Exchange Price, where the favourable pricing applies for 30 days until Thursday, 13 June 2024. Noteholders will lose the benefit of the discounted pricing after this date.

Liquidity opportunity

Boral Limited (ASX:BLD) is undertaking an on-market buyback of Boral shares, enhancing liquidity on market for Noteholders who may be seeking to sell their exchanged holdings on market. According to Boral's Third Supplementary Target Statement (announced 16 May 2024), the on-market buyback is scheduled to close on Friday, 31 May 2024.

Please note SGH lodged a change in substantial shareholding notice today reporting its interest in Boral at 89.98%.

Redemption at the Option of the Issuer

Since the Relevant Event Notice, Noteholders representing A\$244.8m in principal amounts have submitted their Exchange Notices, representing approximately 98% of the principal amount of the Notes originally issued. Accordingly, from 15 July 2024 upon giving not less than 30 calendar days' notice, the Issuer will have the right to redeem all but not some only of the Notes which have not previously been exchanged or redeemed at their principal amount, together with accrued but unpaid interest pursuant to Condition 8(b).

BofA Securities has been appointed by the Issuer as repurchase agent to assist the Issuer with the repurchase of any Notes should a Noteholder not wish to receive Boral shares. Please contact dq.apac_convert@bofa.com.

Contact details

Should you have any questions regarding the matters above, please contact SGH under the contact details below.

- Daniel Kim (Group Treasury Manager) +61 499 248 828 or dkim@sevengroup.com.au

Capitalised terms not otherwise defined in this notice have the meaning given to them in the T&Cs.

Yours faithfully

For and on behalf of

SEVEN GROUP HOLDINGS LIMITED

as Issuer

Signed: 

Name: Richard Richards

Title: Group CFO