



**SGX/MEDIA RELEASE
For Immediate Release**

Company Registration Number 200413014R
15 Hoe Chiang Road, #12-05 Tower Fifteen, Singapore 089316

Singapore and Australia
29 June 2017

PROPOSED INVITATION TO NOTEHOLDERS TO OFFER TO EXCHANGE OUTSTANDING NOTES HELD BY THE NOTEHOLDERS TO THE COMPANY FOR NEW ORDINARY SHARES IN THE COMPANY

PROPOSED CAPITALISATION OF THE LOAN FROM EZION HOLDINGS LIMITED TO THE COMPANY

- SATISFACTION OF APPROVAL CONDITION

1 INTRODUCTION

The board of directors (the “**Board**”) of AusGroup Limited (the “**Company**”) refers to the Company’s announcements in relation to the Exchange Offer and the Ezion Loan Capitalisation dated 21 May 2017 (the “**Opening Announcement**”), 31 May 2017, 1 June 2017, 2 June 2017 and 12 June 2017 and the Company’s circular to shareholders dated 14 June 2017. All capitalised terms used in this announcement shall bear the meanings ascribed to them in the Opening Announcement, unless the context requires otherwise.

2 SATISFACTION OF APPROVAL CONDITION

- 2.1 The Board refers to Paragraph 3.4 of the Opening Announcement (“**Offer Period and Settlement Date**”), which states that the Exchange Offer is conditional on, *inter alia*, the Company obtaining the requisite approvals from Shareholders and applicable regulatory authorities for the Exchange Offer (the “**Approval Condition**”).
- 2.2 The Board is pleased to announce that following the passage of Ordinary Resolution 1 and Ordinary Resolution 2 at the Meeting, the Approval Condition has been satisfied. Accordingly, settlement of the Exchange Offer and completion of the Ezion Loan Capitalisation will take place on 30 June 2017.

By Order of the Board
AusGroup Limited

Eng Chiaw Koon
Managing Director
29 June 2017

Ends



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Issued by AusGroup Limited.

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ABOUT AUSGROUP LIMITED (Bloomberg Ticker: AUSG.SP)

Main board-listed, AusGroup Limited is an energy and resources specialist providing fabrication, precision machining, construction and integrated services to natural resource development companies. The Company also provides access services for construction and maintenance contracts through MAS Australasia Pty Ltd (MAS). AusGroup has an established operations network strategically positioned throughout Australasia. For more information visit www.agc-ausgroup.com