



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

AUSGROUP LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No 200413014R)

**CONSENT SOLICITATION EXERCISE (“CONSENT SOLICITATION”) IN CONNECTION WITH
SERIES 001 S\$110,000,000 7.45 PER CENT. NOTES DUE 2016 (ISIN: SG6TF6000008) (THE “NOTES”)
ISSUED UNDER THE S\$350,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME (THE “PROGRAMME”)
OF AUSGROUP LIMITED ESTABLISHED ON 22 SEPTEMBER 2014**

Consent Solicitation by AusGroup Limited in connection with the Notes

AusGroup Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the announcement dated 27 September 2018 in relation to the Consent Solicitation. Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the Consent Solicitation Statement dated 27 September 2018 in relation to the Consent Solicitation.

Attached to this announcement is a summary of the principal terms of the proposed amendments to the Trust Deed and the Notes. Noteholders should be read the summary in conjunction with the section of the Consent Solicitation Statement entitled “The Proposal—Terms of the Proposal”.

In connection with the Consent Solicitation, the Company is providing Noteholders with recent corporate and financial information of the Group in the Consent Solicitation Statement. For purposes of transparent and timely dissemination of information to Shareholders and potential investors, and given that certain aforesaid information may not have been previously furnished to Shareholders, an extract of the relevant information from the Consent Solicitation Statement relating to risk factors and company information is also attached to this announcement.

Shareholders should note that, if the Extraordinary Resolution is passed by Noteholders and the proposed amendments become effective, the Issuer will be prohibited from paying any dividends on its Shares for so long as any Note remains outstanding.

Shareholders of the Company who are not otherwise Noteholders will not be eligible to attend or vote at the Consent Solicitation either in person or by proxy.

Shareholders are advised to exercise caution in trading their Shares and Noteholders are advised to exercise caution in trading their Notes. There is no certainty or assurance as at the date of this announcement that the waivers will be obtained by the Company. The Company will make further announcements as appropriate or when there are further developments. Shareholders and Noteholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders and Noteholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

By Order of the Board
AusGroup Limited

Eng Chiaw Koon
Managing Director
2 October 2018

– 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