

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE – LODGEMENT OF OFFER INFORMATION STATEMENT**

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**1. INTRODUCTION**

- 1.1 The Board of Directors (the “**Directors**”) of AusGroup Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s circular dated 31 October 2018 (the “**Circular**”) as well as the Company’s previous announcements dated 16 November 2018, 31 October 2018, 30 October 2018, 6 April 2018 and 29 March 2018 (the “**Previous Announcements**”) in relation to *inter alia* the Company’s proposed undertaking of a renounceable non-underwritten rights issue (the “**Rights Issue**”) of up to 752,402,733 new ordinary shares in the capital of the Company (the “**Rights Shares**”) at an issue price of S\$0.035 for each Rights Share, on the basis of one (1) Rights Share for every two (2) existing ordinary shares (“**Shares**”) in the capital of the Company held by shareholders of the Company (the “**Shareholders**”) as at 23 November 2018 at 5.00 p.m..
- 1.2 Unless otherwise defined in this announcement, all capitalised terms used in this announcement shall have the same meanings and construction as ascribed to them in the Circular and the Previous Announcements.

**2. LODGEMENT OF OFFER INFORMATION STATEMENT AND ITS ACCOMPANYING DOCUMENTS**

The Directors wish to announce that the offer information statement dated 26 November 2018 (the “**Offer Information Statement**”) has been lodged with the Monetary Authority of Singapore on 26 November 2018.

Copies of the Offer Information Statement, together with a copy of the Application Form for Rights Shares and Excess Rights Shares (the “**ARE**”) and the Provisional Allotment Letter (the “**PAL**”), as the case may be, will be despatched by the Company to the Entitled Shareholders on or around 28 November 2018. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Rights Issue is only made in Singapore and the Offer Information Statement and its accompanying documents will not be despatched to Foreign Shareholders or into any jurisdiction outside Singapore. Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue.

**3. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND (IF APPLICABLE) APPLICATION FOR EXCESS RIGHTS SHARES**

Acceptances of provisional allotments of Rights Shares and (if applicable) applications for excess Rights Shares under the Rights Issue may only be made:

- (i) in the case of Entitled Depositors, on the ARE or by way of an Electronic Application through an ATM of the Participating Banks; or
- (ii) in the case of Entitled Scripholders, on the PAL.

More information on the procedures for, and terms and conditions applicable to, acceptance, renunciation, splitting and/or sale of the provisional allotments of Rights Shares and for the application for excess Rights Shares, including the different modes of acceptances or applications and payments are set out in the Offer Information Statement, the Application Form for Rights Shares (the “ARS”), the ARE and the PAL.

#### **4. TRADING PERIOD FOR THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES**

The trading period for the provisional allotments of Rights Shares (the “nil-paid” rights”) on the SGX-ST commences from **9.00 a.m. on 28 November 2018** and ends at **5.00 p.m. on 6 December 2018**. Entitled Depositors who sell their “nil-paid” rights during this period do not need to forward the ARE to the purchasers of the provisional allotments of Rights Shares (the “Purchasers”) as arrangements will be made by CDP for separate copies of the Offer Information Statement and the ARS to be issued to the Purchasers. Purchasers should note that CDP will, for and on behalf of the Company, send the Offer Information Statement and the ARS, **BY ORDINARY POST AND AT THE PURCHASERS’ OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP.

The Offer Information Statement and its accompanying documents will not be despatched to Purchasers whose registered addresses with CDP are outside of Singapore (the “Foreign Purchasers”). Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore. The Company reserves the right to reject any acceptance of the Rights Shares and/or any application for excess Rights Shares where it believes, or has any reason to believe, that such acceptance or application may violate the applicable legislation of any jurisdiction.

#### **5. COLLECTION OF THE OFFER INFORMATION STATEMENT**

Entitled Shareholders who do not receive the Offer Information Statement and its accompanying documents on or around **28 November 2018** may, for the period up to **5.00 p.m. on 12 December 2018** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), obtain copies of the same from CDP or the Share Registrar, as the case may be, at the following addresses:

**CDP (in the case of Entitled Depositors)**

**The Central Depository (Pte) Limited**

9 North Buona Vista Drive  
#01-19/20 The Metropolis  
Singapore 138588

**Share Registrar (in the case of Entitled Scripholders)**

**M & C Services Private Limited**

112 Robinson Road  
#05-01  
Singapore 068902

Purchasers who do not receive the ARS and the Offer Information Statement may also obtain copies of the same from CDP (at the address stated above) for the period up to **5.00 p.m. on 12 December 2018** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

#### **6. EXPECTED TIMETABLE OF KEY EVENTS**

Entitled Shareholders and Purchasers should take note of the following important dates and times in respect of the Rights Issue:

Despatch of the Offer Information Statement, ARE and PAL (as the case may be) to Entitled Shareholders	: 28 November 2018
Commencement of trading of “nil-paid” rights	: 28 November 2018 from 9.00 a.m.
Last date and time for splitting and trading of “nil-paid” rights	: 6 December 2018 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares	: 12 December 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Last date and time for acceptance of and payment for Rights Shares by renounees	: 12 December 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Last date and time for application and payment for excess Rights Shares	: 12 December 2018 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Expected date for issue of Rights Shares	: 19 December 2018
Expected date for crediting of Rights Shares	: 20 December 2018
Expected date for refund of unsuccessful or invalid applications (if made through CDP)	: 20 December 2018
Expected date for the listing and commencement of trading of Rights Shares	: 20 December 2018 from 9.00 a.m.

As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may, upon consultation with its advisers and with the approval of the SGX-ST, modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce the same through a SGXNET announcement to be posted on the internet at the SGX-ST’s website.

By Order of the Board  
**AusGroup Limited**

Eng Chiaw Koon  
Managing Director  
26 November 2018