

PROXY FORM

AUSGROUP LIMITED

(UEN/Company Registration No.: 200413014R)

For use in connection with the meeting (the “**Meeting**”) of the holders of the 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 of AusGroup Limited (the “**Issuer**”)

Convened for 3.00 p.m. (Singapore time) on 18 July 2016 at
10 Collyer Quay, #27-00 Ocean Financial Centre,
Boardrooms 8 and 9,
and any adjourned meeting

To: AusGroup Limited
36 Tuas Road
Singapore 638505

(To be completed by a Noteholder. See Note 1 below)

Capitalised terms used herein but not defined shall have the meanings given to them in the Notice of Meeting dated 24 June 2016.

1. I/We, the undersigned, being the holder(s) of the Note(s) of the principal amount and credited to the Direct Securities Account Number(s) or Securities Sub-Account Number(s) specified below (the “**Deposited Notes**”), hereby appoint the following as our proxy or proxies to attend the Meeting or any adjournment thereof.

(See Notes 1 and 2 below)

Security: S\$110,000,000 7.45 Per Cent. Notes Due 2016 (ISIN: SG6TF6000008)

Serial No.	Name and NRIC/Passport No. of Proxy [^]	*Direct Securities Account Number(s) *Securities Sub-Account Number(s)	Name of Direct Securities Account Holder or Name of CDP Depository Agent (applicable where Securities Sub-Account Number is specified)	Principal Amount (S\$) (now standing to the credit of the "Free Balance" in the Securities Account) ^{^^}

(*Delete as appropriate) (See Note 2 below)

[^]Please present your passport (if you are not a Singapore citizen) or identity card (if you are a Singapore citizen) immediately prior to the Meeting to gain entry to the Meeting.

^{^^}Please check that the total does not exceed the "Free Balance" in your Securities Account.

2. I/we acknowledge that the appointment of such proxy or proxies is neither revocable nor subject to amendment after 5.00 p.m. (Singapore time) on 15 July 2016, which is the Record Date (as defined in Note 1 below).

3. My/our contact details are as follows:

Name: Tel No.:.....
 NRIC/Passport Number: Mobile No.:.....
 Address:..... Fax No.:.....

Principal amount of Note(s) which is/are the subject of this Proxy Form:

S\$

Dated the _____ day of _____ 2016.

(*Delete as appropriate)

Signature(s) or Common Seal(s) of Noteholder(s):

.....

(* Common Seal(s) of Noteholder(s) to be affixed in the presence of authorised signatories whose signatures must be included in this Proxy Form)

Notes:

1. If (a) a Noteholder does not wish to attend the Meeting or any adjourned Meeting in person but rather wishes a proxy to be appointed to attend on its behalf, or (b) a beneficial owner of Notes held by a Direct Participant wishes to attend the Meeting or any adjourned Meeting, it should appoint, or (as the case may be) instruct its authorised depository in Singapore to appoint, such other person or (as the case may be) such beneficial owner as its proxy and to notify the Issuer in writing, accordingly, no later than 5.00 p.m. (Singapore time) on 15 July 2016 (the “**Record Date**”).
2. Noteholders who hold Notes on behalf of beneficial owners are requested to submit only one Proxy Form in respect of their entire aggregate holding.
3. Noteholders who submit this Proxy Form represent, warrant and undertake to the Issuer that any personal data of any individual provided has been obtained with such individual’s consent and hereby consents on behalf of such individual to the collection, use and disclosure of his/her personal data by the Issuer (and any of its respective officers), in each case, in accordance with the terms of the Notice of Meeting and the provisions of the Singapore Personal Data Protection Act 2012 (No. 26 of 2012). Any consent given hereunder in relation to personal data shall survive death, incapacity, bankruptcy or insolvency of any such individual and the termination or conclusion of the Meeting. For the purposes hereunder, “**personal data**” has the meaning ascribed to it in the Singapore Personal Data Protection Act 2012 (No. 26 of 2012).