

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

PROPOSED ACQUISITION OF 100% OF THE ISSUED AND PAID UP SHARE CAPITAL OF EZION OFFSHORE LOGISTICS HUB PTE LTD AND 90% OF THE ISSUED AND PAID UP SHARE CAPITAL OF TERAS AUSTRALIA PTY LTD – COMPLETION

1. INTRODUCTION

The Board of Directors (the “**Board**”) of the Company (together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 23 July 2014, 21 August 2014, 9 October 2014, 24 October 2014 and 29 October 2014 (the “**Previous Announcements**”) and the circular of the Company dated 14 October 2014 (the “**Circular**”) in relation to the proposed acquisition of 100% of the issued and paid up share capital of Ezion Offshore Logistics Hub Pte Ltd and 90% of the issued and paid up share capital of Teras Australia Pty Ltd (the “**Acquisitions**”).

Unless otherwise defined, all capitalised terms used herein shall have the same meanings ascribed to them in the Circular.

2. COMPLETION OF THE ACQUISITIONS

Further to the Previous Announcements, the Board is pleased to announce the completion of the Proposed Acquisition today, pursuant to which the Company has issued and allotted 92,155,541 new fully paid ordinary shares in the capital of the Company having a total value of S\$41 million, issued at a price of S\$0.4449 per Consideration Share, to Ezion Holdings Limited. The Consideration Shares shall rank *pari passu* with the existing issued ordinary shares of the Company, save that they do not rank for any dividends, rights, allotments, distributions or entitlements, the record date of which falls on or prior to the date of allotment of the Consideration Shares.

Following the completion of the Proposed Acquisition, the total number of the issued shares in the capital of the Company has increased from 648,276,475 to 740,432,016.

The listing and quotation of the Consideration Shares on the Official List of the SGX-ST is expected to take place with effect from 9.00 a.m., on or around 11 November 2014.

The listing and quotation of the Consideration Shares is not to be taken as an indication of the merits of the Proposed Acquisition, the Consideration Shares, the Company and/or its subsidiaries.

3. RE-DESIGNATION OF CAPTAIN LARRY GLENN JOHNSON AND MR. ENG CHIAW KOON

Further to the completion of the Proposed Acquisition, the Targets are subsidiaries of the Company, and Captain Larry Glenn Johnson and Mr. Eng Chiaw Koon has been re-designated as the executive directors of the Company.

BY ORDER OF THE BOARD
AusGroup Limited

Stuart Maxwell Kenny
CEO and Managing Director
7 November 2014