

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

**PROPOSED CONSENT SOLICITATION EXERCISE
SECOND INFORMAL MEETING WITH NOTEHOLDERS**

1. INTRODUCTION

The board of directors (the “**Board**”) of AusGroup Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Series 001 S\$110,000,000 7.45 per cent. Notes due 2018 (ISIN: SG6TF6000008) (the “**Notes**”) issued under the S\$350,000,000 Multicurrency Debt Issuance Programme of the Company.

2. SECOND INFORMAL MEETING WITH NOTEHOLDERS

The Company will be convening a second informal meeting (the “**Informal Meeting**”) with the holders of the Notes (the “**Noteholders**”). The Informal Meeting is scheduled for **Thursday, 25 August 2022**, from 7.00 p.m. to 8.30 p.m. at **Meeting Room 901, Level 9, NTUC Centre, 1 Marina Boulevard, Singapore 018989**. Both registration and refreshments will be served from 6.30 p.m.

The agenda of the Informal Meeting is to provide the Noteholders with a summary of a consent solicitation exercise relating to the Notes (the “**Consent Solicitation Exercise**”) that the Company intends to conduct and to answer any queries which the Noteholders may have in relation to the Consent Solicitation Exercise.

Please note that:

- the Informal Meeting is not intended to and does not amount to a meeting under or in connection with the Trust Deed relating to the Notes;
- the Informal Meeting has been called solely for the dissemination of information and no decisions or voting will be made at the Informal Meeting;
- the Informal Meeting is private and confidential and will be held on an entirely without prejudice basis; and
- in addition to Noteholders on the records of The Central Depository (Pte) Limited who presently are recognised as Noteholders under the terms of the Trust Deed and the Notes, there may be persons holding the underlying beneficial interest who may also attend the Informal Meeting, and the reason why these persons

have been allowed to attend is not in recognition of their status as Noteholders but solely as a practical measure to facilitate the dissemination of information to such persons whom nominee Noteholders having rights may take instructions from.

All Noteholders are encouraged to attend the Informal Meeting. A Noteholder who is an individual may attend in person or appoint one (1) proxy to attend on his behalf. A Noteholder who is a corporation may appoint one (1) representative to attend on its behalf. To facilitate an open discussion with Noteholders, only Noteholders (or their proxy or representative) will be permitted to attend the Informal Meeting and professional advisers such as accountants, stockbrokers, lawyers and other agents will not be permitted.

A Noteholder who holds its Notes through nominees (including, if such Noteholder is a corporation, its appointed representative) must present its proof of holdings or letter of verification in order to gain entry to the Informal Meeting.

A representative of a Noteholder who is a corporation must present an authorisation letter issued and endorsed by such corporation in order to gain entry to the Informal Meeting.

Noteholders who wish to attend the Informal Meeting or who wish to appoint a proxy (the “**Meeting Proxy**”) to attend on their behalf (the “**Meeting Appointing Noteholders**”) are requested to RSVP by contacting the Company at notes@ausgrouppltd.com with their full name, NRIC/passport number, the aggregate value of the Notes held (if through nominees, please identify nominee), and contact particulars, by 12:00 p.m. on **Tuesday, 23 August 2022** (the “**Meeting Submission Deadline**”). A Noteholder who is a corporation should provide, additionally, the same information in respect of the representative appointed to attend on its behalf. Any Noteholders who have any questions or require further assistance with respect to the Informal Meeting should contact the Company at notes@ausgrouppltd.com.

Additionally, Meeting Appointing Noteholders should also provide a copy of the following documents to notes@ausgrouppltd.com by the Meeting Submission Deadline:

- (a) the Meeting Appointing Noteholder’s identification document;
- (b) a letter of authorisation from the Meeting Appointing Noteholder indicating the full name, NRIC/passport number and contact particulars of the Meeting Proxy; and
- (c) (if the Meeting Appointing Noteholder holds his Notes through a nominee) the Meeting Appointing Noteholder’s proof of holdings or letter of verification from the nominee.

On the day of the Informal Meeting, the Meeting Proxy must present his identification document in order to gain entry to the Informal Meeting.

By contacting the Company and providing such details, such Noteholder represents, warrants and agrees that any personal data of any individual provided by or on behalf of such Noteholder has been obtained with such individual's consent and such individual has consented to the collection, use and disclosure of his/her personal data by the Company (and any of their respective officers and advisors) for the purposes of the Informal Meeting and any additional meetings of Noteholders whether formal or informal (including the preparation and compilation of the attendance lists and other documents relating to the Informal Meeting) and to the receipt of communications from the Company (and any of their respective officers and advisors) in connection with matters relating to the Notes, including but not limited to electronic mail, in accordance with the provisions of the Singapore Personal Data Protection Act 2012 (No. 26 of 2012) ("**PDPA**"). Any consent given in relation to personal data shall survive death, incapacity, bankruptcy or insolvency of the Noteholder or the individual whose personal data was provided and the termination or conclusion of the Informal Meeting. For the purposes of this paragraph, "**personal data**" has the meaning ascribed to it in the PDPA.

3. **CAUTION IN TRADING**

Shareholders, Noteholders and other stakeholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders, Noteholders and other stakeholders should consult their stockbrokers, 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

Shane Kimpton
Managing Director
17 August 2022