



AJ Lucas Group Limited  
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13 June 2013

The Manager  
Company Announcements Office  
ASX Limited  
Level 4, Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

*Via electronic lodgement*

Dear Sir/Madam

**Notice under section 708AA(2)(f) of the Corporations Act 2001**

This notice is given by AJ Lucas Group Limited (ACN 060 309 104) (ASX Code: AJL) (“**AJL**”) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (“**Act**”) as modified by the Australian Securities and Investments Commission class order [CO 08/35] *Disclosure relief for rights issue* (“**CO 08/35**”).

AJL has announced a pro rata accelerated non-renounceable entitlement offer (“**Entitlement Offer**”) of 1 fully paid ordinary share in AJL (“**New Shares**”) for every 1.25 AJL fully paid ordinary shares held as at 7:00pm (Sydney time) on 19 June 2013 by eligible shareholders at an issue price of A\$1.20 per New Share. The Entitlement Offer comprises a retail component, to be offered to retail shareholders with a registered address in Australia and New Zealand (“**Eligible Retail Shareholders**”) and an institutional component, to be offered to institutional shareholders in Australia, New Zealand, Hong Kong, United Kingdom, and potentially other jurisdictions as determined by AJL.

A Retail Offer Booklet in relation to the retail component of the Entitlement Offer with personalised entitlement and acceptance forms is expected to be despatched to Eligible Retail Shareholders on or around 24 June 2013.

AJL confirms that:

- (a) the New Shares will be offered for issue without disclosure under Part 6D.2 of the Act;
- (b) this notice is being given under section 708AA(2)(f) of the Act as modified by CO 08/35;
- (c) as at the date of this notice, AJL has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to AJL; and
  - (ii) section 674 of the Act;
- (d) as at the date of this notice, there is no “excluded information” of the type referred to in sections 708AA(8) and 708AA(9) of the Act that is required to be set out in this notice under section 708AA(7)(d) of the Act; and
- (e) the potential effect the issue of New Shares will have on the control of AJL, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. Given:
  - (i) the structure of the Entitlement Offer as a pro-rata issue;



- (ii) the current level of holdings of substantial holders (based on substantial holding notices that have been given to AJL and lodged with ASX on or prior to the date of this notice); and
- (iii) the limit on the partial underwriting for the Entitlement Offer,

the issue of New Shares under the Entitlement Offer is not expected to have any material effect or consequence on the control of AJL. The impact of the Entitlement Offer and the Institutional Placement announced to the market at the same time, on substantial holders is set out in the Announcement and accompanying materials..

Yours faithfully  
**AJ Lucas Group Limited**

**Nicholas Swan**  
Company Secretary