



AJ Lucas Group Limited
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19 January 2018

The Manager
ASX Limited
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 (Cth)

This notice is given by AJ Lucas Group Limited (ACN 060 309 104) (ASC Code: AJL) ("**AJL**") under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the "**Corporations Act**") as modified by the Australian Securities and Investments Commission Corporations (Non-Traditional Rights Issues) Instrument 2016/84 ("**CI 2016/84**").

AJL has announced a pro rata non-renounceable entitlement offer ("**Offer**") of 1 fully paid ordinary share in AJL ("**New Shares**") for every 6 AJL fully paid ordinary shares held as at 7:00pm (Sydney time) on 24 January 2018 by eligible shareholders at an issue price of A\$0.32 per New Share. The 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, Singapore, Cayman Islands and the United Kingdom and potentially other jurisdictions as determined by AJL.

A Retail Offer Booklet in relation to the retail component of the Offer with personalised entitlement and acceptance forms is expected to be despatched to Eligible Retail Shareholders on or around 30 January 2018.

AJL confirms that:

- (a) the New Shares will be offered for issue without disclosure under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act as modified by CI 2016/84;
- (c) as at the date of this notice, AJL has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to AJL; and
 - (ii) section 674 of the Corporations Act;
- (d) as at the date of this notice, there is no "excluded information" of the type referred to in sections 708AA(8) or 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act; and
- (e) the issue of New Shares under the Offer is not expected to have any material effect or consequence on the control of AJL. 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 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 fact that Kerogen Investments No. 1 (HK) Limited, AJL's largest shareholder who holds approximately 58.6% of the issued share capital of AJL, has committed to take up its pro rata entitlement under the Offer (but no more) and will not participate in the institutional placement announced by AJL on 5 January 2018 and 19 January 2018.

The impact of the Offer, announced to the market, on substantial holders (including Kerogen) is set out in the Offer announcement and accompanying materials.

Yours sincerely

A handwritten signature in black ink, appearing to read "M. Swierkowski".

Marcin Swierkowski

Company Secretary

AJ Lucas Group Limited