SGH | Industrial Services, Media, Energy and Investments

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**10 May 2021**

**ASX Release**

**Seven Group Holdings Limited ("SGH") extension of Share Purchase Plan closing date**

SGH advises that the closing date of the Share Purchase Plan ("**SPP"**) announced on 19 April 2021 has been extended by one week to 17 May 2021. The extension has been granted to ensure all eligible shareholders have an opportunity to participate in the offer following the announcement of SGH's off-market takeover offer for Boral Limited today.[1]

Eligible Shareholders that have already applied for Shares under the SPP do not need to re-apply unless they wish to apply for additional Shares up to the maximum application amount of $30,000.

Full details of the SPP, including details of how to apply, are set out in the SPP Booklet released on ASX on 26 April 2021. Eligible Shareholders are encouraged to read the SPP Booklet carefully and in its entirety, and seek their own financial and taxation advice in relation to the SPP, before they decide whether to participate.

The SPP Shares are being offered at the Issue Price, being the lower of:

- a 2.5% discount to the volume weighted average price of SGH's shares traded on ASX during the five trading days (**5 day VWAP**) up to, and including, the original closing date (expected to be Monday 10 May 2021), rounded to the nearest cent; or
- a 2.5% discount to the volume weighted average price of SGH's shares traded on ASX during the five trading days (**5 day VWAP**) up to, and including, the new closing date (expected to be Monday 17 May 2021), rounded to the nearest cent.

If the 5 day VWAP of SGH's shares up to, and including, the original closing date of Monday 10 May 2021 is less than the 5 day VWAP of SGH's shares up to, and including, the new closing date of Monday 17 May 2021, the Issue Price will instead be calculated as at the original closing date of 10 May 2021, being the lesser of $22.50 and a 2.5% discount to the 5 Day VWAP up to, and including, Monday 10 May 2021, rounded to the nearest cent.[2] All other terms and conditions of the SPP remain unchanged.

Applications and payment must now be received by 5.00pm (AEDT) on Monday 17 May 2021. The revised dates in relation to the SPP Offer are set out below.[3]

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|---|---|
| SPP offer period closes | Monday 17 May 2021 |
| Announcement of results of SPP | Thursday 20 May 2021 |
| Issue date for SPP shares | Tuesday 25 May 2021 |
| SPP Shares commence trading on ASX | Wednesday 26 May 2021 |
| Dispatch of holding statement | Thursday 27 May 2021 |

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[1] Capitalised terms not defined have the meaning given to that term in the Share Purchase Plan Offer Booklet.

[2] There is a risk that the market price of the Shares on the ASX may change between the date when Shareholders apply for SPP Shares and the date when SPP Shares are issued. This means that, at the time of issue, Shareholders may be able to buy Shares on market at a lower price than the Issue Price under the SPP.

[3] The timetable is indicative only and subject to change. The commencement and quotation of SPP Shares is subject to confirmation from ASX. Subject to the requirements of the Corporations Act, the ASX Listing Rules and other applicable rules, SGH reserves the right to amend this timetable at any time, including extending the period for the SPP or accepting late applications, either generally or in particular cases, without notice. All references to times in this announcement are to Sydney time.

Shareholders with questions in relation to how to participate in the SPP may contact the SGH Registry from 8.30am to 5.00pm (Sydney time) Monday to Friday on 1800 655 443 (callers within Australia) or +61 2 9290 9897 (callers outside Australia).

This release has been authorised to be given to ASX by the Board of Seven Group Holdings Limited.

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This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or in any jurisdiction to which such an offer would be illegal. The SPP Shares have not been, and will not be, registered under the U.S. Securities Act of 1933 as amended or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States or to any person acting for the account or benefit of a person in the United States (to the extent such person is acting for the account or benefit of a person in the United States).