

Principal & Registered Office

Level 4, 96 Albert St Brisbane QLD 4000

ABN: 73 003 201 910

t. +617 3114 5188 f. +617 3229 5678

www.sitegroupinternational.com

20 May 2014

ASX RELEASE

Investor Presentation

Please find attached an investor presentation and market update on the recent acquisition activity by the company.

About Site Group International Limited

Site Group International (ASX: SIT "Site") is an ASX listed company providing Australian accredited and non-accredited training programs that are specifically tailored to employer needs. Training is delivered through high quality facilities in the Philippines (Clark Freeport Zone) and in Australia through Site Skills Training. Site Skills Training has major training facilities in Perth, Gladstone, Darwin and Landsborough. At these locations our experienced team assesses, up-skills and trains industry experienced candidates in the mining & processing, oil & gas, construction, camp services, hospitality and logistic sectors.

In addition, Site delivers on-site training for clients and major projects throughout Australia and countries such as PNG, Indonesia, Singapore, China, UAE, Azerbaijan and others.

The strategic location of our 300,000m2 facility at Clark Freeport Zone in the Philippines allows the company to deliver Australian standard training in a low cost and controlled environment. This facility has the capacity to complete large scale residential training programs customised to meet client specific requirements. The facility is currently delivering training and assessment services to a multi-national oil and gas company under a long term contract with a specific focus on health and safety. All vocational training is delivered with tailored job specific English language and cultural sensitivity training. In addition vocational training in areas such as fabrication, heavy diesel maintenance and refrigeration mechanics is delivered.

Site also delivers workforce planning solutions through Site WorkReady. Site WorkReady achieves "ready to work" international employees through an end to end "Source-Train-Deploy" service utilising the training and assessment facility at Clark Freeport Zone. Working closely with their clients the Site WorkReady team identifies workers, completes assessment services and develops appropriate training. Employment candidates receive instruction in English, workplace health and safety systems as well as employer orientation training to support their transition to employment.

Site Group International is an emerging Australian company with a strategic business model run by an experienced board and management team.

- Ends -

For further information contact

Vernon Wills +61 7 3114 5188 vern.wills@site.edu.au

Craig Dawson +61 7 3114 5188 craig.dawson@site.edu.au



Market Update

May 2014





Disclaimer

This presentation contains certain statements and projections provided by or on behalf of Site Group International (Site) with respect to the anticipated future undertakings. Any forward-looking statements reflect various assumptions by or on behalf of Site. Accordingly, these statements are subject to significant business, economic and competitive uncertainties and contingencies associated with the business of Site Group which may be beyond the control of Site Group which could cause actual results or trends to differ materially, including but not limited to competition, industry downturns, inability to enforce contractual and other arrangements, legislative and regulatory changes, sovereign and political risks, ability to meet funding requirements, dependence on key personnel and other market and economic factors. Accordingly, there can be no assurance that any such statement of projections or that any projections will be achieved and there can be no assurance that any projections are attainable or will be realised.

Additionally, Site makes no representation or warranty, express or implied, in relation to, and no responsibility or liability (whether for negligence, under statute or otherwise) is or will be accepted by Site or by any of their respective officers, directors, shareholders, partners, employees, or advisers (**Relevant Parties**) as to or in relation to the accuracy or completeness of the information, statements, opinions or matters (express or implied) arising out of, contained in or derived from this presentation or any omission from this presentation or of any other written or oral information or opinions provided now or in the future to any interested party or its advisers. In furnishing this presentation, Site undertakes no obligation to provide any additional or updated information whether as a result of new information, future events or results or otherwise.

Except to the extent prohibited by law, the Relevant Parties disclaim all liability that may otherwise arise due to any of this information being inaccurate or incomplete. By obtaining this document, the recipient releases the Relevant Parties from liability to the recipient for any loss or damage which any of them may suffer or incur arising directly or indirectly out of or in connection with any use of or reliance on any of this information, whether such liability arises in contract, tort (including negligence) or otherwise.

This document is for the exclusive use of the persons to whom it is addressed and their advisers. By its acceptance hereof, each recipient agrees that neither it nor its agents, representatives, directors or employees will copy, reproduce or distribute to others this document, in whole or in part, at any time without the prior written consent of Site Group and that it will keep permanently confidential all information contained herein not already in the public domain.

This document does not constitute, and should not be construed as, either an offer to sell or a solicitation of an offer to buy or sell securities. It does not include all available information and should not be used in isolation as a basis to invest in Site Group.



Site Group International

• FY14 has been an exciting year for Site as the company continued to execute on its growth strategy, which has resulted four exciting acquisitions:



• These acquisitions provide a number of benefits to Site, as outlined on the following pages



Site Group International

- Publicly listed (ASX:SIT)
- Significant investment in and acquisition of facilities:

Site Established	Captain Cook College	СРМ
- Belmont (WA)	- Brisbane (QLD)	- Singapore
- Darwin (NT)	- Nundah (QLD)	- Malaysia
 Clark (Philippines) 	- Chermside (QLD)	- Myanmar
- Gladstone (QLD)	- Sydney (NSW)	

- Landsborough (QLD)
- Brisbane (QLD)
- Leading industry trainer in high-risk licencing
- Workforce planning and skilled worker procurement
- Established and expanding blue chip client base
- Established platform and capability
- Established provider of diploma and advanced diploma education in business, management, project management, and information technology
- Recently established position in domestic funded markets (VET FEE-HELP through Captain Cook College), and seeking greater positions in:
 - Australian State funding
 - International (governments, aid agencies and industry)
- Seeking to acquire / expand organically
- Building quality management systems and online delivery capability

Education With Outcomes

Market Update May 2014



Australian VET: Growth Plan

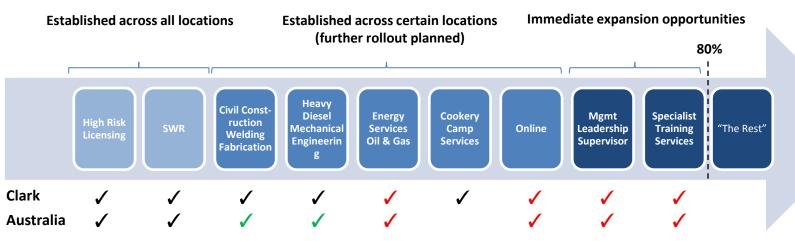
Recent acquisitions have delivered on a number of Site's stated growth plans for the Australian VET market

Stated Goal	Со	Comment	
1: Diversify Funding Sources			
Commonwealth government	✓ •	Captain Cook College is a licensed to provide of VET FEE-HELP loans to eligible students	
State governments	 ✓ 	Romea offers Cert III Apprenticeship program for energy services (oil & gas)	
Fee-for-service	✓ •	Captain Cook College, through its CRICOS licence, is permitted to advertise to international students, who complete their studies on a fee-for-service basis	
Complementary international strategy	✓ •	TESOL Asia Group and Competent Project Management (CPM) operate across Asia	
International funding agencies	 ✓ 	Access to international funding agencies through extended program offerings	
2: Diversify course offerings			
Cover high-growth sectors	✓ •	Romea Training and CPM both provide specialist training primarily to clients in the energy sector	
Address skills shortages			
Multi-channel delivery	 ✓ ● 	Captain Cook College employs a robust online delivery component to its students TESOL Asia Group provides online education, as well as operates English	
		language journals and TESOL conferences	
3: Capture advantages of scale			
Strengthen brand			
Information systems advantages			
Leverage key customer relationships			
Geographic footprint	✓ • •	CPM operates in Malaysia, Singapore, and Myanmar Captain Cook College has campuses across Brisbane and Sydney	



Growth Plan: The Path

Growth Plan



Key

- ✓ Currently in operation
- Addressed through recent acquisitions
- ✓ Intention to offer through further expansion



Recent Acquisition – Romea Training

- Acquisition announced 1 November 2013
- Romea Training is a Registered Training Organisation that provides training solutions to the energy industry, including the development of:
 - Training and operational procedures
 - Short course delivery
 - Cert IV apprenticeships / traineeships
- Relevant to a wide range of industries, including chemical, fertilizer, hydrocarbon refining and production
- Tapering of the construction cycle LNG projects are moving to production and require new skills
- The energy sector is specialised, safety critical, and attracts good margins
- LNG and gas transmission is relatively new to Australia the training industry is playing catch up to meet their requirements
- Very few competitors with a barrier to entry: five other RTO's in Australia can issue UEG11 certificate qualifications
- The energy training industry is segmented, there is no comprehensive end-to-end training provider in Australia
- Energy sector is less dependent on economic growth and is not as cyclical in nature: unlike the construction industry, energy demand is constantly growing



Recent Acquisition – TESOL Asia Group

- Acquisition announced 30 January 2014
- Offers a conglomerate of platforms to access the market for:
 - Teaching English to Speakers of Other Languages (TESOL)
 - TESOL conferences
 - Online and classroom-based resources for teachers and students of English language education in non-English speaking countries
- This includes operating nine English language journals, and offering broad range of programs in English for Special Purposes (ESP) and English as a Second Language (ESL)
- Addressable market for digital English language learning products and services estimated to be USD \$35.9bn in 2011
- English for Specific Purposes (ESP), a component of TESOL, is in high demand for occupancy-based English understanding requirements
- Provides Site with a network of TESOL intellectual assets and infrastructure to be used as a platform for the delivery of English language studies throughout Asia, establishing a broader international education model
- Clark has capability of becoming an English language hub for the Asian region
- Complements existing operations as majority of documents in the oil & gas and construction industries are written in English (eg CAT Manuals)



Recent Acquisition – Competent Project Management

- Acquisition announced 26 March 2014
- Competent Project Management (CPM) specialises in providing technical support to clients, primarily in the energy sector
- Utilises a pioneering, task-based approach whereby CPM designs and engineers competence-based Operation & Maintenance (O&M) skills training centres and learning platforms, recreating the O&M workplace in a safe and controlled environment
- Training is asset-specific, using a client's own documentation, procedures and terminology
- The acquisition provides Site with real-world O&M capabilities and revitalised approach to workforce competence and training in the energy sector
- Moving forward, Site and CPM together propose to:
 - Create world class, competency-based oil & gas technical skills training and assessment centres in strategic areas in the Asia Pacific region, with a focus on services around O&M personnel
 - Launch a process plant training area
 - Focus on skills gap analysis, up-skilling, and skills development; and
 - Deliver O&M technical assessment and development, as well as skills audits
- Strongly aligned to Romea acquisition



Recent Acquisition – Captain Cook College

- Acquisition announced 7 May 2014
- Established in 1998, Captain Cook College is a Registered Training Organisation based in Brisbane that delivers a range of courses in business, management, project management and information technology
- Programs are offered at a diploma and advanced diploma level, through three campuses in Brisbane, one in Sydney, and an online / distance education offering
- Majority of courses delivered through Federal Government VET FEE-HELP program
- Captain Cook College has a CRICOS licence, allowing it to market to international students
- Strengthens Site's inroads into the funded market domestically, recognised as an area of significant growth potential as government policy drives the education sector towards full contestability
- Also brings a highly experienced management team whose contribution will be ongoing
- Remains subject to shareholder approval at Extraordinary General Meeting (EGM) anticipated in mid-late June of this year following release of a Notice of Meeting



Acquisition Consideration

- Non-renounceable entitlement offer
 - Announced on 20 November and closed on 3 January
 - Raised approximately \$4.69m before issue costs
- Romea
 - Upfront cash payment of \$0.75m,
 - Equity consideration 2 million Site shares, issued at market, escrowed over a 3-year period
 - Performance incentive of 3 million shares, escrowed for 3 years and/or until revenue milestones reached
- TESOL Asia Group
 - Upfront cash payment of \$0.1m
 - Upfront equity consideration of \$0.3m, escrowed for up to 3 years
 - Performance incentive of \$2.1m equity, escrowed for 3 years and/or revenue and EBITDA milestone achieved
- Competent Project Management
 - Upfront cash payment of US \$0.5m
 - Upfront equity consideration of US \$2.5m, adjustable subject to FY15 EBIT hurdle
 - Total consideration, based on current earnings forecast, anticipated to be approximately US \$3.95m
- Captain Cook College
 - Consideration of 3.0x Last Twelve Months (LTM) EBIT and 1.0x FY15 EBIT, payable in one third cash and two thirds Site equity
 - Upfront cash payment of \$3.25m
 - Upfront equity consideration of \$6.5m, issued at 14cps
- Total upfront cash (not including professional fees etc.) is AUD \$4.64m



Forecast Growth

- Recent acquisitions are anticipated to contribute significant earnings to Site in 2014 and FY15
 - In particular, Captain Cook College has experienced strong growth over the last three years, and this growth is expected to continue through calendar year 2014 and beyond:
 - EBIT for LTM to 31 March 2014 of approximately \$3.25m
 - Forecast EBIT for calendar year 2014 of approximately \$5.7m
 - Addition of increased capacity (new facilities) and price adjustments expected to add upside
 - Additionally, CPM is expected to contribute US \$5m in revenue and US \$1.95m in EBIT in FY15. Combining this with the capability from Romea brings a significant offering to the Energy Services sector.
- FY14 earnings will be negatively impacted by one-off expenses related to the consideration for these recent acquisitions
- Site has also invested significantly in its online capability and TESOL application development, as well as the Capex associated with the rollout of Romea courses across facilities, which is anticipated to wrap up in June or July of this year. These costs will also negatively impact on FY14 earnings
- Site anticipates the above mentioned development activity, including CAPEX and one-off expenses, will be substantially complete by the end of FY14, with strong earnings in FY15 due to a full year contribution from the acquisitions

