



Henry Morgan

Announcement

Henry Morgan Limited

ACN 602 041 770

20 April 2018

Update on BDO's IER

Henry Morgan Limited (ASX: HML) (**Henry Morgan** or **Company**) refers to previous announcements¹ regarding the offer (**Offer**) by John Bridgeman Limited (**John Bridgeman**) to acquire part or all of Henry Morgan's shareholding in JB Financial Group Pty Ltd (**JB Financial**) and the Independent Expert's Report (**IER**) being prepared by BDO Corporate Finance (Qld) Ltd (**BDO**) in respect of this Offer.

The Board has received a new proposal in relation to its shares in JB Financial, which is currently being assessed. At this stage, the effect of the new proposal on the Offer is uncertain and negotiations are incomplete. The Board will advise BDO of the final details of the Board-approved transaction or transactions once these are complete and certain. BDO and the Company have at all times taken all steps to ensure that the report can be completed promptly in accordance with the regulatory process, while ensuring that the independence of BDO is not compromised.

The Company expects to make an announcement within three weeks in relation to all proposals relating to Henry Morgan's interest in JB Financial, and BDO's work.

Kevin Mischewski

Company Secretary

Henry Morgan Limited

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¹ 26 May 2017 Update on proposed sale of stake in JB Financial Group,
3 August 2017 Appointment of Independent Expert,
30 November 2017 Henry Morgan and John Bridgeman execute Share Sale Put & Call Option Agreement,
4 January 2018 John Bridgeman Group Offer for all of JB Financial Group,
28 February 2018 Update on JBL offer to acquire JB Financial shares, and
7 March 2018 Henry Morgan Limited ("HML"): Aware Query.



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Timeline - Offer for Henry Morgan's Shares in JB Financial

Date	Event
25 May 2017	Henry Morgan received an offer from John Bridgeman for 100% of its shareholding in JB Financial.
30 November 2017	Negotiations between the Independent Director Committees of Henry Morgan and John Bridgeman were then undertaken leading to the execution of a Share Sale Put & Call Option Agreement (Original Offer).
4 January 2018	The Original Offer was amended when John Bridgeman revised its proposal and offered to purchase 100% of Henry Morgan's shareholding in JB Financial (and all shares held in JB Financial by JB Financial's other shareholders) in return for the issue of John Bridgeman listed shares and options, rather than the originally proposed cash consideration for 50% of the Company's JB Financial shareholding (Amended Offer). The then market value of the consideration offered by John Bridgeman under the Amended Offer was \$6.00 per JB Financial share.
28 February 2018	In response to positive business developments in JB Financial that have occurred over the prior 6 months, John Bridgeman subsequently increased its Amended Offer to a then market value of \$6.60 per JB Financial share by an increase in the John Bridgeman share consideration payable to Henry Morgan and JB Financial's other shareholders (Current Offer).
20 April 2018	Henry Morgan announces a new proposal in relation to its shares in JB Financial with this new proposal being currently the subject of negotiations. The effect of the new proposal on the Current Offer is uncertain and negotiations are incomplete. The Company will update the market following the completion of negotiations in relation to this proposal.