



11 March 2019

ASX Market Announcements
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Dear Sir/ Madam

PWR Holdings Limited (ASX: PWH) | Extraordinary General Meeting and effect of On-market Selldown

As set out in the Notice of Meeting and Explanatory Notes announced to ASX and sent to Members on 22 February 2018, the Board of PWR Holdings Limited has called an Extraordinary General Meeting (**EGM**) of Members to be held on Thursday, 28 March 2019 at 10am (Brisbane time) at the offices of Clayton Utz, Level 28, Riparian Plaza, 71 Eagle Street Brisbane, Qld, 4000.

The EGM has been called to seek Shareholder approval for the purposes of the Corporations Act to allow CEO and Managing Director, Mr Kees Weel, to restructure his personal Shareholdings by transferring 10,000,000 PWH Shares from KPW Property Holdings Pty Ltd (**KPW Property Holdings**) (a company jointly controlled by Kees Weel and his son, Mr Paul Weel), to Wagon Weel Pty Ltd (**Wagon Weel**) (a company solely controlled by Kees Weel). Terms defined in the Notice of Meeting and Explanatory Notes have the same meaning when used in this announcement, unless the context requires otherwise.

On 28 February 2019, KPW sold 4.5 million Shares on-market (**On-market Selldown**).

As a result of the On-market Selldown, each of KPW Property Holdings, Kees Weel and Paul Weel now have voting power of 29.87% in the Company (down from 34.37% as disclosed in the Explanatory Notes).

The Weel Internal Restructure will now result in KPW Property Holdings and Paul Weel ceasing to have a relevant interest in those 10,000,000 Shares, but retaining a relevant interest in the remaining 19,868,500 Shares. The voting power of KPW Property Holdings and Wagon Weel and its associates will not change at 29.87% (down from 34.37% as disclosed in the Explanatory Notes).

Wagon Weel has confirmed to the Company that its intentions in relation to the matters set out in the Explanatory Notes have not changed as a result of the On-market Selldown.

Any Shareholder who has lodged a proxy form provided with the Notice of Meeting or who has already voted does not need to take any action unless they wish to change their vote or amend their proxy form. If this is the case any Shareholder may change their vote, or lodge a replacement proxy form in accordance with the instructions in the Notice of Meeting. If you require a replacement proxy form, please contact Computershare Investor Services Pty Limited on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia). The proxy form last received from each Shareholder will be the only proxy form taken into account in relation to the votes cast at the meeting.

Each Director (other than Mr Weel) confirms that they continue to recommend that Shareholders vote in favour of the resolution at the EGM.

Yours faithfully

Lisa Dalton
Company Secretary