

25 November 2016

MARKET ANNOUNCEMENT

A.C.N. 009 161 522 Limited (Formerly known as: Subzero Group Limited) (Receivers and Managers Appointed)(Administrators Appointed) ACN 009 161 522 (“the Listed Company”)

I refer to my appointment together with Mr Adam Nikitins as Joint and Several Voluntary Administrators of the Company on 11 February 2016. I also refer to our appointment as Joint and Several Voluntary Administrator of the subsidiary entities (“the Subsidiary entities”) as listed below in Table 1.

Table 1: Subsidiary entities	
Company name	A.C.N.
A.C.N. 153 511 212 Pty Limited (Formerly known as: SubZero Holdings Pty Limited)	153 511 212
SubZero Labour Services Pty Ltd	163 567 066
Harness Master Wiring Systems (NSW) Pty Ltd	153 272 103
A.C.N. 104 903 139 Pty Limited (Formerly known as: DMST Pty. Limited)	104 903 139
A.C.N. 111 133 156 Pty Limited (Formerly known as: S F Auto Australia Pty Ltd (Trustee For The Bro Built Group Unit Trust	111 133 156
A.C.N. 153 511 445 Pty Limited (Formerly known as: DPS Newco Pty Ltd)	153 511 445
A.C.N. 158 542 244 Pty Limited (Formerly known as: Hydraulic Isolator & Safety Technology Pty Ltd)	158 542 244
A.C.N. 133 463 439 Pty Limited (Formerly known as: SubZero Mining Services Pty Ltd (Trustee for the SubZero Mining Services Unit Trust))	133 463 439
A.C.N. 111 135 543 Pty Limited (Formerly known as: SubZero Automotive Pty Ltd)	111 135 543
A.C.N. 097 757 036 Pty Limited (Formerly known as: Subzero Line Boring Services Pty Ltd) (Trustee for the McTaggart Farrell Unit Trust))	097 757 036

Second meetings of Creditors

On 14 November 2016, at a duly convened meeting of the Companies, pursuant to Section 439A of the *Corporations Act 2001* (“the Act”) creditors resolved the following:

- ▶ With respect to the Listed Entity to execute a Deed of Company Arrangement (“DOCA”) and appoint Mr Nikitins and I as Joint and Several Deed administrators; and
- ▶ With respect to the Subsidiary Entities creditors resolved to wind up the Subsidiary Entities and appoint Mr Nikitins and I as Joint and Several Liquidators.

Recapitalisation process

On 22 November 2016, we commenced a process of seeking expressions of interest from the parties wishing to recapitalise the Listed Company's ASX listed shell. We have advertised in the Australian Financial Review and are pleased with the response to date. Expressions of interest are due on 30 November 2016 and Non-Binding Indicative Offers are due on 5 December 2016. We expect final binding offers to be provided by 13 December 2016. We note that these dates are indicative only and are subject to change at our sole discretion.

For shareholders, this means that there is a possibility that the Listed Company's shares may again be traded on the ASX in the future, albeit under a different name, capital structure and trading business.

The recapitalisation process has commenced with the Listed Company's creditors approving the execution of a Holding DOCA. A DOCA is an agreement between the Company, its creditors and the DOCA proponents, being the Administrators. The successful party will be required to convene a meeting under section 445F of the Act to alter the Holding DOCA.

Creditors, shareholder and ASX approvals required

The process requires formal creditor approvals to be obtained and subsequently, formal shareholder and ASX approvals. Shareholder approval will be sought by way of a shareholder meeting which will be determined at a later date.

In any case, shareholders will be duly informed of any shareholder meetings or material information required.

Should you have any queries, please contact Mr Doug Kay on +61 2 8295 6587.

Yours faithfully



Philip Campbell-Wilson
Joint and Several Voluntary Administrator
A.C.N. 009 161 522 Limited (Formerly known as: Subzero Group Limited)