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ASX Announcement

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

11 November 2016

Confirmation of satisfaction of conditions

Inghams Group Limited (**Company**) refers to the ASX's final admission decision dated 3 November 2016 and confirms that the conditions of the conditional market, as listed below, have been fulfilled:

- settlement under the Offer Management Agreement; and
- completion of the allotment and issue and transfer of Shares to Applicants under the replacement prospectus dated 21 October 2016, as supplemented by the supplementary prospectus dated 2 November 2016 (**Prospectus**).

The Company advises that the despatch of CHESS allotment notices, issuer sponsored holding statements and any refund money following Completion of the Offer will take place on Monday, 14 November 2016.

Normal settlement trading is expected to commence on Tuesday, 15 November 2016.

Important Notices

Capitalised terms used and not defined in this ASX announcement have the meaning given to them in the Prospectus.

This notice does not constitute an offer to sell or a solicitation of any offer to buy securities in the United States or to any person to whom it would not be lawful outside of Australia and New Zealand. The securities referred to herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (**US Securities Act**) or under the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and any applicable securities laws of any state or other jurisdiction of the United States. This notice must not be distributed or released in the United States, or in any jurisdiction outside of Australia and New Zealand where distribution may be restricted by law.