

ASX Announcement

14 March 2018

**Aconex 2018 Scheme Meeting
Chairman's Address**

Dear Sir / Madam,

Please find attached a copy of the Chairman's address to shareholders which will be made at the Aconex Scheme Meeting, commencing at 10:00am (Melbourne time), 14 March 2018.

Kind regards,



Anna Gorton
Company Secretary

Aconex 2018 Scheme Meeting - Chairman's Address

Good morning ladies and gentlemen,

I'm Adam Lewis, Chairman of your Company and I welcome you to this important Scheme Meeting for Aconex.

Before we proceed, I ask that any mobile devices be turned off.

I have confirmed with the Company Secretary that we have a quorum present and I declare this meeting open.

Joining me on stage are:

Leigh Jasper, co-founder of Aconex and our Chief Executive Officer; Rob Phillpot, co-founder of Aconex and our Senior Vice President, Product and Engineering; and Paul Koppelman, our Chief Financial Officer.

Also joining me are my fellow non-executive directors:

Rosemary Hartnett; Keith Toh; Paul Unruh; and Simon Yencken.

Also here is Anna Gorton, the Company Secretary. Andrew Metcalfe, our external Company Secretary, has sent his apologies.

There will be an opportunity to ask questions shortly, should you wish to do so.

Overview of the Scheme

Ladies and gentlemen, today is a significant day in the history of Aconex. Today, shareholders will be asked to vote on a proposed scheme of arrangement pursuant to which a subsidiary of Oracle Corporation will acquire 100% of the issued share capital of Aconex for A\$7.80 per share in cash.

I will refer to this arrangement as the Scheme.

The Independent Expert, Deloitte Corporate Finance, has concluded that the Scheme is fair and reasonable, and therefore is in the best interests of shareholders. A copy of the Independent Expert's Report is included in Annexure A of the Scheme Booklet.

The Board can confirm that no superior proposal has been received by Aconex, and that the Board is not in discussions with any other interested parties.

Your Board has carefully considered the proposed Scheme and the directors unanimously recommend that shareholders vote in favour of the Scheme. Each Director intends, in relation to any shares held or controlled by them, to vote in favour of the Scheme at today's meeting.

Aconex is the #1 cloud and mobile collaboration platform for the global construction industry. Our people are some of the best in the industry and they are central to what makes this Company so special. I would like to take this opportunity to acknowledge and thank the current and past employees of Aconex. I would also like to thank my fellow directors and our executive team for their contribution.

And finally, I would like to thank you, our shareholders, for your support.

Reasons to vote in favour of the Scheme

Your Board spent significant effort considering and negotiating the offer from Oracle. This included the Board undertaking a range of analyses to understand the value of Aconex on a standalone basis, the value Oracle may derive from the combination, and alternative strategic options. Your Board and the management team also facilitated a thorough due diligence process conducted by Oracle, which resulted in the Scheme being proposed to shareholders today.

The Scheme is compelling for shareholders, representing attractive and certain value for your shares. Furthermore, Oracle can provide Aconex with the opportunity to accelerate the growth of our business, which will deliver positive opportunities for our employees and customers.

Why you may wish to vote against

Although the Scheme is recommended unanimously by your directors, and the Independent Expert has concluded that the Scheme is in the best interests of shareholders, factors which may lead you to consider voting against the Scheme are set out in the Scheme Booklet.

I will now move on to the details of the resolution and requisite majorities for today's meeting.

Resolution

The purpose of this meeting is to consider and, if thought fit, to pass the following resolution, which is set out in the notice of meeting contained in Annexure D of the Scheme Booklet:

"That, pursuant to and in accordance with section 411 of the Corporations Act 2001, the Scheme of Arrangement (the terms of which are described in the Scheme Booklet of which the notice convening this meeting forms part) is agreed to (with or without modification as approved by the Supreme Court of Victoria)."

In order for the resolution to be passed, it must be agreed to by:

- a majority in number of shareholders of Aconex present and voting at the meeting (either in person or by proxy); and
- at least 75% of the total number of votes cast on the resolution at the meeting by shareholders of Aconex present and voting at the meeting (either in person or by proxy).

Timetable to implementation

If the Scheme is approved by Aconex shareholders, the Second Court Hearing will take place at 9.30am on Thursday, 15 March 2018 at the Supreme Court of Victoria.

If the Court approves the Scheme, a copy of the Court order approving the Scheme will be lodged with ASIC and the Scheme will become effective. Aconex will apply to the ASX for its shares to be suspended from official quotation on the ASX from close of trade on this day.

Shareholders on the register at 5.00pm on Thursday, 22 March 2018 will be entitled to receive the cash consideration of A\$7.80 per share, expected to be paid on Thursday, 29 March 2018.