

27 March 2020

BY ELECTRONIC LODGEMENT

Company Announcements
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

ASX ANNOUNCEMENT – TAKEOVER BID UPDATE

Notice of status of defeating conditions

Aurora Funds Management Limited (ACN 092 626 885), as responsible entity for Aurora Dividend Income Trust (ARSN 151 947 732) (**ADIT**), refers to the off-market takeover bid (**Offer**) for the fully paid ordinary shares in Keybridge Capital Limited (ACN 088 267 190) (**KBC**), for the improved cash consideration of 7.0 cents for each fully paid ordinary share.

In accordance with section 630(5)(b) of the Act, please find enclosed a notice under section 630(3) of the Act in relation to the status of the defeating conditions.

This release was authorised by Aurora's board of Directors.

Yours faithfully,



John Patton
Company Secretary
Aurora Funds Management Limited
As responsible entity for Aurora Dividend Income Trust

**Aurora Funds Management Limited (ACN 092 626 885)
as responsible entity for Aurora Dividend Income Trust (ARSN 151 947 732) (“Bidder”)**

Notice under section 630(3) of the *Corporations Act 2001* (Cth)

Status of defeating conditions

To: ASX Limited; and
Keybridge Capital Limited (ACN 088 267 190) (“KBC”)

Bidder has made offers under an off-market takeover bid for the ordinary shares in KBC (“Offers”). The Offers are contained in a bidder’s statement dated 7 February 2020 as amended by the first supplementary bidder’s statement dated 5 March 2020 (“**Bidder’s Statement**”).

For the purposes of section 630(3) of the *Corporations Act 2001* (Cth), Bidder gives notice that:

1. as at the date of this notice none of the defeating conditions in section 10.7 of the Bidder’s Statement have been triggered, except for the defeating conditions set out at section 10.7(a)(x) and 10.7(j) of the Bidder’s Statement;
2. as at the date of this notice the Bidder has freed the Offers of all of the defeating conditions in section 10.7 of the Bidder’s Statement including the triggered conditions specified in paragraph 1; and
3. as at 9.00am on 27 March 2020, its voting power in KBC was 17.64% (comprising 33,190,833 shares out of a total 188,136,486 shares currently on issue in KBC).

Date: 27 March 2020

Signed for and on behalf of Aurora Funds Management Limited as responsible entity of Aurora Dividend Income Trust:



John Patton
Company Secretary
Aurora Funds Management Limited