

20 November 2014

Simone Papas  
Manager, Issuers (Melbourne)  
ASX Limited  
Level 4  
North Tower, Rialto  
525 Collins Street  
MELBOURNE VIC 3000



Dear Simone

## **Simonds Group Limited – ASX Listing Conditions**

We refer to the listing conditions provided to us on 13 November 2014 (**Listing Conditions**) in connection with the initial public offering (**Offer**) of fully paid ordinary shares (**Shares**) in Simonds Group Limited (ACN 143 841 801) (**Simonds**) and our letter to you dated 14 November 2014 giving confirmations and enclosing documents in satisfaction of certain of the Listing Conditions.

In connection with the Listing Conditions we confirm that:

- (a) the Sale Shares to be sold by the Selling Shareholders have been transferred to SaleCo; and
- (b) Simonds has issued Shares, and SaleCo has transferred Shares, to successful Applicants under the Offer.

Yours sincerely

Robert Geoffrey Stubbs  
**Chief Financial Officer and Company Secretary**

Simonds Group Limited  
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ACN: 143 841 801