

asx release



## **Notice to ineligible holders of Bendigo Preference Shares (“BPS”) ASX Code: BENPB**

**Bendigo, Monday 27 April 2015:** Bendigo and Adelaide Bank (“**BEN**”) refers to the reinvestment offer (“**Reinvestment Offer**”) described in the Prospectus (“**Prospectus**”) lodged with the Australian Securities and Investments Commission today.

BEN advises that the following documents will be mailed today to those BPS holders who are ineligible to participate in the Reinvestment Offer as at 7:00pm (Melbourne time) on Monday, 20 April 2015, being the record date for determining the eligibility of BPS holders to participate in the Reinvestment Offer:

1. Cover letter to ineligible BPS holders
2. Exchange Notice

The eligibility requirements to participate in the Reinvestment Offer are set out in section 3.1.4 of the Prospectus.

For further information on the Reinvestment Offer, please refer to the Prospectus.

**William Conlan**  
**Company Secretary**  
**Bendigo and Adelaide Bank Limited**



**Bendigo and Adelaide Bank Limited**

ABN 11 068 049 178 AFSL No. 237879

000001 000 BEN

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

**BENDIGO AND ADELAIDE BANK LIMITED ("BEN")  
BENDIGO PREFERENCE SHARES - ASX CODE: BENPB**

27 April 2015

Dear BPS holder

**Redemption of BEN Bendigo Preference Shares**

On behalf of the Board of Directors, I am writing to inform you of some important decisions that the Board has taken that affect you as a holder of BEN Bendigo Preference Shares ("**BPS**").

In accordance with the BPS Terms, BEN has determined to redeem all outstanding BPS on 15 June 2015 (being a Fixed Exchange Date for BPS and also a Dividend Payment Date). On redemption, each registered holder on 15 June 2015 will have their BPS redeemed for their face value of \$100 each. A fully franked final dividend of \$0.6667 will also be paid in accordance with the BPS Terms. The last ASX trading day for BPS is expected to be 2 June 2015.

Proceeds will be paid on 15 June 2015 in accordance with your BPS dividend payment instructions. If you wish to change your payment instructions, you must provide updated instructions to the Share Registry by 5 June 2015.

A BPS Exchange Notice is enclosed with this letter.

If you require further information please contact the Share Registry on 1800 646 042 or +61 3 5485 6393.

Yours sincerely

Robert Johanson  
Chairman



# Bendigo and Adelaide Bank

**Bendigo and Adelaide Bank Limited**

ABN 11 068 049 178 AFSL No. 237879

└ 000001 000 BEN  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
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SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Holder Identification Number or  
Securityholder Reference Number:

27 April 2015

**SRN/HIN: SRN WITHHELD**

## COMPANY EXCHANGE NOTICE

This is an irrevocable notice in accordance with clause 3 of the terms of issue of Bendigo Preference Shares ("**BPS**") issued by Bendigo and Adelaide Bank Limited ("**BEN**").

Pursuant to clause 3.1(b)(ii) of the terms of issue of BPS ("**BPS Terms**"), BEN has determined to redeem all BPS held by you on the BPS redemption record date ("**BPS Redemption Record Date**") for cash consideration equal to the Paid-up Value for each BPS on the Fixed Exchange Date as follows:

Fixed Exchange Date (being the date on which all your BPS will be redeemed for cash consideration equal to the Paid-up Value for each BPS):	Monday, 15 June 2015
Paid-up Value to be paid for each BPS on the Fixed Exchange Date:	\$100
Last day of trading for BPS on ASX:	Tuesday, 2 June 2015
Final Dividend to be paid for each BPS held by you on 22 May 2015 (being the record date for the final Dividend):	\$0.6667
BPS Redemption Record Date:	Tuesday, 9 June 2015

Subject to BEN paying the Paid-up Value and the final Dividend on 15 June 2015, all BPS then on issue will be redeemed and cancelled in accordance with the BPS Terms.

The payments under the redemption will be made to Holders from whom BPS are acquired in the same manner in which their Dividends are usually paid.

Capitalised terms that are not defined in this notice have the same meaning given to them in the BPS Terms.

**EXECUTED** by Bendigo and Adelaide Bank Limited:

Chairman

Robert Johanson