

What's this about?

Effective date: 1/05/2015

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|----------------------------------|----------------------------------|-----------------------------------|-----------------------------|----------------------------------|----------------------------|-----------------------------|
| <input type="radio"/> ASX Trade | <input type="radio"/> ASX 24 | | | | | |
| <input type="radio"/> Trading | <input type="radio"/> Clearing | <input type="radio"/> Settlement | | | | |
| <input type="radio"/> Operations | <input type="radio"/> Technology | <input type="radio"/> Market Data | <input type="radio"/> Rules | <input type="radio"/> Compliance | <input type="radio"/> Risk | <input type="radio"/> Other |

Title

MYOB Group Limited – Admission and Commencement of Official Quotation

Description

It is anticipated that MYOB Group Limited (Company) will be admitted to the official list of ASX Limited (ASX) on the morning of Monday 4 May 2015.

Official quotation of the Company's shares is expected to commence at 12:00pm AEST on Monday 4 May 2015 on a conditional and deferred settlement basis. The Company has raised approximately \$833.1 million pursuant to the offer under the replacement prospectus dated 14 April 2015 and supplementary prospectus dated 27 April 2015 issued by the Company and MYOB Retail Limited (SaleCo) (Prospectus) by the issue and transfer of approximately 228.3 million shares at an issue and sale price of \$3.65 per share.

Quoted Securities: Approximately 584,500,000 fully paid ordinary shares

ASX Code: MYO

Time: 12:00pm AEST

Date: 4 May 2015

ASX Trade Abbreviation: MYOB GROUP

ISIN: AU000000MYO9

Home Branch: Melbourne

Industry Classification: 4510 – Software & Services

Registered and Corporate Office: Level 3
235 Springvale Road
Glen Waverley VIC 3150

Phone: +61 3 9222 9888
Website: www.myob.com.au

Communication person with ASX: Ian Boylan

Share Registry: Link Market Services Limited
Level 12
680 George Street
Sydney NSW 2000

Phone: +61 1300 554 474
Email: info@linkmarketservices.com.au

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|-----------------------------------|--|
| <u>Balance Date:</u> | 31 December |
| <u>CHESS:</u> | Participating. The Company will also operate an issuer sponsored sub-register. |
| <u>State of Incorporation:</u> | Victoria |
| <u>Activities:</u> | Provider of desktop and cloud business management software solutions to businesses and accounting practices in Australia and New Zealand |
| <u>Dividend Policy:</u> | Refer to section 4.10 on page 97 of the Prospectus |
| <u>Joint Lead Managers:</u> | Citigroup Global Markets Australia Pty Limited; Goldman Sachs Australia Pty Ltd; Merrill Lynch Equities (Australia) Limited; UBS AG, Australia Branch. |
| <u>ASX Restricted Securities:</u> | Nil |
| <u>Securities not quoted:</u> | 21,286,246 performance shares |

CONDITIONAL AND DEFERRED SETTLEMENT TRADING

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are (i) the shares to be sold by the Selling Shareholders have been transferred to SaleCo; (ii) settlement under the offer management agreement; and (iii) the Company has issued new shares and SaleCo has transferred existing shares to successful applicants under the offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will be placed in pre-open at 7:00am AEST on Monday 4 May 2015 and trading will commence on a conditional and deferred settlement basis at 12:00pm AEST on Monday 4 May 2015.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and ReferencePoint Master List.

The Company is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Notice to participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met by 9:00am on Thursday 7 May 2015. The Company has agreed to send holding statements on Friday 8 May 2015, which will mean that the first settlement date will be Thursday 14 May 2015.

CONTRACT NOTES FOR CONDITIONAL SALES AND PURCHASES

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

"This contract is conditional upon notification being received by ASX by close of business on Monday 18 May 2015 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

INDICATIVE KEY DATES

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 9:00am AEST on Thursday 7 May 2015. If the conditions are not fulfilled by the close of business on Monday 18 May 2015, shares will not be issued and transferred and all conditional trades that have occurred since Monday 4 May 2015 will be cancelled.

If the conditions are not satisfied by 9:00am AEST on Thursday 7 May 2015, but are satisfied prior to the close of business on Monday 18 May 2015, the dates in the timetable will be revised and a new timetable will be released to the market.

| Date | Event |
|----------------------|---|
| Monday 4 May 2015 | Company admitted to the official list of ASX Commencement of Official Quotation on a conditional and deferred settlement basis – 12:00pm AEST (ASX Code: MYO) |
| Wednesday 6 May 2015 | Last day of conditional trading |
| Thursday 7 May 2015 | Conditions for the conditional market expected to be fulfilled (confirmed prior to market open – by 9:00am AEST) Trading to commence on a deferred settlement basis only (ASX Code: MYO) |
| Friday 8 May 2015 | Holding statements sent to successful applicants Last day of deferred settlement trading |
| Monday 11 May 2015 | First day of trading on a normal (T+3) basis (ASX Code: MYO) |
| Thursday 14 May 2015 | Settlement of all on-market trades conducted on a conditional and deferred settlement basis from 4 to 8 May 2015, and first settlement of trades conducted on a T+3 basis |

What do I need to do and by when?Instructions

Please refer to the Prospectus and Company's website for further information.

Need more information?

For further information, please call the MYOB Offer Information Line on 1800 992 613 (toll free within Australia) or +61 1800 992 613 (outside Australia) between 8:30am and 5:30pm AEST (Sydney time) Monday to Friday

Issued by

Andrew Black

Contact Details

(02) 9227 0899

Disclaimer