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Toll Holdings Limited  
ABN 25 006 592 089

5 May 2015

The Manager  
Australian Stock Exchange  
Company Announcement Office  
Level 4  
20 Bridge Street  
Sydney NSW 2000

**Lodged Through ASX On Line**  
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Dear Sir

**Japan Post acquisition receives Overseas Investment Office approval**

Please find attached for immediate ASX and Media Release an announcement on the above subject.

Yours faithfully  
**TOLL HOLDINGS LIMITED**

  
**Bernard McInerney**  
**Company Secretary**

Encl.



## ASX AND MEDIA RELEASE

Tuesday 5 May 2015

### **Japan Post acquisition receives Overseas Investment Office approval**

Toll Holdings Limited today announced that the Overseas Investment Office has granted consent under the New Zealand Overseas Investment Act for the proposed acquisition by Japan Post Co., Ltd. of Toll via a Scheme of Arrangement.

“Following the approval from New Zealand’s Overseas Investment Office, we have now received and satisfied all regulatory conditions,” Toll Group Managing Director Brian Kruger said.

“I am pleased to say we are on track for shareholders to vote on this compelling offer at the Scheme meeting next week.”

The Scheme meeting will be held at 10am AEST on Wednesday 13 May 2015 at the Melbourne Convention Centre.

Provided the Scheme is supported by more than 75 per cent of shares voted, and the majority of shareholders voting are in favour of the Scheme, the deal is likely to be implemented and shareholders paid on Thursday 28 May 2015.

Following shareholder approval, Toll will seek confirmation from the Supreme Court of Victoria on 14 May 2015. If the court confirms the Scheme, it will become effective that day and Toll shares will immediately be suspended from trading on the ASX.

Shareholders will be paid their Scheme Consideration upon implementation, which is expected to be Thursday 28 May.

Mr Kruger said the Toll Board continues to unanimously recommend Toll shareholders vote in favour of the Scheme.

<ends>

#### **Note to editors**

Toll Group (ASX: TOL) is the Asia Pacific region’s leading provider of transport and logistics, employing approximately 40,000 people across some 1,200 locations in more than 50 countries. Toll’s specialist logistics capabilities incorporate a range of sectors including defence & government, industrial, manufacturing, mining & resources, retail and automotive.

[www.tollgroup.com](http://www.tollgroup.com)

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