



HERBERT  
SMITH  
FREEHILLS

The Manager  
Company Announcements Office  
ASX Limited

11 February 2016  
Matter 82444782  
By Email

Dear Sir/Madam

**Takeover bid by Nitro Corporation Pty Ltd for Asciano Limited  
Notice of status of defeating conditions**

We act for Nitro Corporation Pty Ltd in relation to its offers under its off-market takeover bid for all the fully paid ordinary shares in Asciano Limited.

We enclose, by way of service pursuant to section 630(5)(b) of the *Corporations Act 2001* (Cth), the notice of the status of the defeating conditions to the offers required by section 630(3) of the *Corporations Act 2001* (Cth).

The takeover offers are currently scheduled to close at 7.00pm (Sydney time) on 18 February 2016.

Yours sincerely

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**Nitro Corporation Pty Ltd ACN 607 605 701**

**Notice of status of defeating conditions**

**To: ASX Limited (ASX)**

**Asciano Limited ABN 26 123 652 862 (Asciano)**

Nitro Corporation Pty Ltd (the **Acquirer**) has made offers under an off-market takeover bid for all the fully paid ordinary shares in Asciano (**Offers**). The Offers are contained in a replacement bidder's statement dated 10 December 2015 (**Bidder's Statement**).

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

- 1 it has not freed the Offers from any of the conditions to the Offers contained in section 12 of the Bidder's statement;
- 2 the minimum bid price condition, found in section 12.8(f) of the Bidder's Statement, has been fulfilled;
- 3 so far as it knows, other than the minimum bid price condition, none of the conditions to the Offers have been fulfilled; and
- 4 its voting power in Asciano is 20.81%.

date

11 February 2016

Signed for and on behalf of  
**Nitro Corporation Pty Ltd**  
by

sign here ►



Director

print name

**Jeffrey Kendrew**