



ACN 120 394 194
Level 22
1 Market Street
Sydney WA 2000
Phone (02) 8263 6601
www.ilh.com.au

15 August 2014

The Manager
Company Announcements Office
Australian Stock Exchange Limited

Appendix 3C – Announcement of Buy-Back

We refer to the announcement of today's date regarding the Sale of the Eaton Capital Partners business.

Part consideration for the sale of the business will consist of a selective buy-back of 13,710,821 shares, subject to shareholder approval by special resolution.

The Appendix 3C that follows provides further information about the selective share buy-back and should be read in conjunction with the original announcement of the sale of the Eaton Capital Partners business earlier today.

Jean-Marie Rudd
Company Secretary

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
ILH GROUP LIMITED	20 120 394 194

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	Selective
2	+Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One for One
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully Paid
5	Number of shares/units in the +class on issue	167,611,336
6	Whether shareholder/unitholder approval is required for buy-back	Approval by shareholders is required by special resolution
7	Reason for buy-back	Part consolidation for the sale of business

⁺ See chapter 19 for defined terms.

8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)

--

On-market buy-back

9 Name of broker who will act on the company's behalf

N/A

10 Deleted 30/9/2001.

--

11 If the company/trust intends to buy back a maximum number of shares - that number

Note: This requires a figure to be included, not a percentage.

--

12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention

--

13 If the company/trust intends to buy back shares/units if conditions are met - those conditions

--

Employee share scheme buy-back

14 Number of shares proposed to be bought back

N/A

15 Price to be offered for shares

--

Selective buy-back

- 16 Name of person or description of class of person whose shares are proposed to be bought back

Lavalhars Pty Ltd <The Stephen Moss Superannuation A/c>

- 17 Number of shares proposed to be bought back

13,710,821

- 18 Price to be offered for shares

Closing share price on the date of approval of the transaction by ILH Group Limited shareholders.

Equal access scheme

- 19 Percentage of shares proposed to be bought back

--
- 20 Total number of shares proposed to be bought back if all offers are accepted

--
- 21 Price to be offered for shares

--
- 22 +Record date for participation in offer

--

Cross reference: Appendix 7A, clause 9.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here: Date:
(Director/Company secretary)

Print name:

⁺ See chapter 19 for defined terms.