

2021-11-15

SSH Group Ltd
ACN 140 110 130

Unit 1,
12 Cowcher Place,
Belmont, WA 6104

Establishment of a Share Sale Facility

Unmarketable Parcel Sale Facility

SSH Group Limited (ACN 140 110 130) (**SSH** or the **Company**) is pleased to announce that it has established a Share Sale Facility for holders of Unmarketable Parcels of shares in the Company (Facility).

The ASX Listing Rules define “Unmarketable Parcel” as one with a market value of less than A\$500.

The Facility will be open to all shareholders holding 1,961 or less shares in the Company, based on the closing price on the ASX of \$0.255 the day before 12 November 2021 (**Record Date**). SSH is providing the Facility to enable Unmarketable Parcels to be sold without the shareholder incurring any brokerage or handling costs.

In accordance with the ASX Listing Rules and SSH’s constitution, a copy of the letter and Share Retention Form being sent to eligible shareholders is attached.

Shareholders with an Unmarketable Parcel are not obliged to sell their shares. However, they will need to opt out of the Facility by returning the Share Retention Form by no later than 5.00pm (Perth time) on 29 December 2021 or their shares will be automatically sold for them. Eligible shareholders wishing to participate in the Facility and have their shares sold by SSH do not need to take any action.

The price at which shares will be sold will be determined by market conditions at or around the Closing Date of the Facility and may be different from the market price prevailing at the time. All shareholders who sell their shares through the Facility will receive the same price per share.

If on the Closing Date the value of any Unmarketable Parcel of shares has increased such that it no longer represents an Unmarketable Parcel (e.g., due to an increase in the Company’s share price or the number of shares held by an individual) these shares will NOT be sold.

A summary of the key dates in relation to the Facility is as follows:

Event	Date
Unmarketable Parcels Record Date	12 November 2021
Letters sent to Shareholders holding Unmarketable Parcels	15 November 2021
Sale Facility Opening Date	15 November 2021
Closing Date for receipt of Share Retention Forms	29 December 2021
Transfer of Proceeds	Expected on or around 17 January 2022

Attached is a copy of the letter sent to all shareholders holding an Unmarketable Parcel of the Company's shares at the Record Date.

Capitalised terms not defined herein have the meaning given to them in the Company's Prospectus dated 23 July 2021. This ASX announcement has been authorised in accordance with the Company's published continuous disclosure policy and authorised for release by the Board of SSH Group Ltd.

Matthew Foy

Company Secretary

About SSH Group

The Company provides a range of safety, people, and equipment services, including security, labour hire, and road safety services, to the construction, resources, civil and government market sectors within Australia.

For more information, please contact:

By telephone:

SSH Group Ltd
Registered Office
+61 8 9226 2011
9:00am to 5:00pm (WST)
Monday to Friday

By post:

Company Secretary
SSH Group Ltd
Unit 1, 12 Cowcher Place,
Belmont
WA 6104.

15 November 2021

Dear Shareholder

Sale of your Unmarketable Parcel of SSH Group Ltd Shares

I am writing to advise you that SSH Group Ltd (the **Company**) has established a share sale facility (**Facility**) for holders of shares valued at less than \$500 as at close of trade on 11 November 2021 (**Unmarketable Parcels**). The Facility has been established in accordance with the Company's Constitution and the ASX Listing Rules.

The Company is offering the Facility to assist holders of Unmarketable Parcels to sell their shares. Holders of Unmarketable Parcels who take advantage of the facility will have their shares sold without having to act through a broker or pay brokerage. The Company will also organise payment of other costs associated with the sale (although any tax consequences from the sale of your shares will be your responsibility).

Our records show that you held an Unmarketable Parcel based on the Company's share price of A\$0.255 as at close of trade the day before the record date of 12 November 2021 (**Record Date**). Unless you advise the Company that you do NOT wish to sell your shares by 5:00pm (WST) on 29 December 2021, the Company intends to sell your shares through the Facility in accordance with Clause 2.6 and Schedule 4 of the Company's Constitution and the ASX Listing Rules. Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable.

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. The Company's directors may sell your shares on market or in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale.

What should you do?

If you do NOT wish to sell your shares through the Facility, you must either elect online to retain your shares through a registered portfolio at <https://investor.automic.com.au/#/home> or complete and return the attached form (**Share Retention Form**) to the address on the form so that it is received by 5.00pm (WST) on 29 December 2021. Please read the instructions on your personalised Share Retention Form carefully before completing it.

If you want to sell your shares through the Facility, you do not need to take any action.

By refraining from taking any action, after the expiration of the time prescribed in the ASX Listing Rules and the Company's Constitution, you will be deemed to have irrevocably appointed the Company as your agent:

1. to sell all of your shares at a price to be determined by when and how the shares are sold and without any cost being incurred by you; and
2. to deal with the proceeds of the sale as set out in the attached information pack.

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility you should consult your legal, financial or taxation adviser.

The attached information pack sets out further details of the Facility, which you should read before making any decision. You can also contact the Company Secretary on 1300 748 373 from 8.30am to 5.00pm (WST), Monday to Friday, if you have any queries about lodging your form or the practical operation of the Facility.

Yours Sincerely,

Matthew Foy
Company Secretary
SSH Group Ltd

INFORMATION ON THE UNMARKETABLE PARCEL SALE FACILITY

1. What is an Unmarketable Parcel of shares?

An unmarketable parcel of share is a holding of SSH Group Ltd (**SSH** or the **Company**) (**ASX: SSH**) share valued at less than \$500 as at close of trade on the record date. Based on the price of SSH shares at the Record Date, this is a holding of 1,961 shares or less.

2. What price will I receive for shares sold through the Facility?

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. SSH directors may sell your shares on market or in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale.

You will not have control over the time at which your shares are sold, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the day that your shares are sold and may be an average price per share based on the price obtained for all the shares sold under the Facility. If the Company's directors sell your shares other than on market, the price will be the price that the Company's directors have been able to negotiate with the acquirer(s).

3. What is the price of SSH shares?

The last sale price of SSH shares on 11 November 2021 was A\$0.255. The share price changes frequently and more recent prices are available in newspapers and from the ASX website (www.asx.com.au) under the ASX code 'SSH'.

4. When will the proceeds from the sale of shares be sent to me?

Payment will be sent to you following settlement of the sale or otherwise as soon as is practical. Payment will be made in Australian dollars by cheque or EFT if your banking details are recorded with the share registry. You will be notified by way of a transaction confirmation statement of the number of your shares sold, and the price and total sale proceeds.

The cheque will be sent by post to your address as shown in the share register at the time the share sale payment is run.

5. If I buy more shares, will I retain my holding?

Yes, the Company will treat any purchase of additional shares to increase the value of a SSH shareholding to more than \$500 as an indication that you do not want your shares to be sold through the Facility.

For a purchase to be an effective notification that you wish to retain your shares, any additional shares must be registered by 4.00pm (WST) on 29 December 2021 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

7. What if my shares are held in a CHESS holding?

If your shares remain in a CHESS holding at 4.00pm (WST) on 29 December 2021, the Company may move those shares to an issuer sponsored holding and the shares will be sold through the Facility.

8. Where can I get further information?

Should you have any questions concerning your shareholding or how the Facility will work, please contact the SSH Group Limited Company Secretary on +61 1300 748 373 from 8.30am to 5.00pm (WST), Monday to Friday.

9. Important notes

The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX. This letter does not constitute advice nor a recommendation to buy, sell or hold shares nor that the Facility is the best way to sell SSH shares. If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

NOTE: If you currently have more than one holding on the Company's share register, you may wish to consider amalgamating them. This may result in your amalgamated holding no longer being an Unmarketable Parcel. Under these circumstances your shares will not be sold as part of this facility.

INSTRUCTIONS FOR COMPLETION OF THIS FORM

ELECTION OPTIONS

A: RETENTION OF SHARES

If you wish to retain your shares, please place a tick in the box provided. Should you validly sign the form but fail to place a tick in the box, it will be at the Company's discretion as to whether or not it is your intention to retain your shares.

B: SELLING YOUR SHARES - REQUEST FOR DIRECT CREDITING OF PAYMENTS

If you wish to sell your shares, please provide your bank details in this section. Do not complete this section if you wish to retain your shares. If you provide your direct credit instruction details, you are agreeing to the sale of your shares even if you have placed a tick in Box A.

SIGNING REQUIREMENTS

Individual:	Where the holding is in one name, the Shareholder must sign.
Joint holding:	Where the holding is in more than one name, all of the Shareholders must sign.
Power of Attorney:	If any signatory signs under Power of Attorney, please attach an originally certified photocopy of the Power of Attorney to this Form when you return it.
Companies:	To be signed in accordance with your Constitution. Please sign in the box which indicates the office held by you.
Estates:	If any signatory signs in the capacity of Executor/s, please attach to this Form when you return it, a certified photocopy of the Probate or Death Certificate together with the Will.

LODGING YOUR SHARE SALE FACILITY FORM



IMPORTANT! Election Forms cannot be returned by fax or email.
Your Acceptance Form must be returned via one of the return methods provided below.

Due to recent changes to delivery times by Australia Post, standard delivery may now take up to ten Business Days, or longer from regional areas. Shareholders should bear this in mind when returning Election Forms using Australia Post.

ONLINE

Visit <https://investor.automic.com.au>

Login with your existing Username and Password

Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

If you have not yet established an online account, visit <https://investor.automic.com.au/#/signup>

1. Select "SSH Group Limited" from the dropdown list in the Issuer Name Field
2. Enter your Holder Reference (SRN/HIN) as shown on the top of this letter
3. Enter your postcode OR country of residence (only if outside Australia)
4. Tick the box "I'm not a robot" and then select "Next"
5. Complete the prompts to set up your username and password details

Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

BY MAIL

SSH Group Limited – Unmarketable Parcel Sale Facility
C/- Automic Group
GPO Box 5193
Sydney NSW 2001

BY HAND DELIVERY (Between Sydney office hours 9.00am – 5.00pm AEST)

Automic Group
Level 5
126 Phillip Street
Sydney NSW 2000

**YOUR SHARE SALE ELECTION FORM MUST BE RECEIVED BY NO LATER THAN
5.00PM (WST) ON 29 DECEMBER 2021.**