



22 August 2018

## ASX ANNOUNCEMENT

# SRG LIMITED SHAREHOLDERS APPROVE SCHEME OF ARRANGEMENT FOR SRG GLOBAL MERGER OF EQUALS

At the Scheme Meeting of SRG Limited (ASX:SRG) ("SRG") held in Perth today, SRG shareholders voted in favour of the scheme of arrangement to effect the proposed merger of equals to create SRG Global Limited ("Merger"). Under the scheme of arrangement, Global Construction Services Limited (ASX:GCS) ("GCS") will acquire 100% of the ordinary shares in SRG and SRG shareholders will receive 2.479 GCS shares for each SRG share they hold ("Scheme").

SRG advises that the resolution to approve the Scheme was passed by the requisite majorities of shareholders today, with:

- 94.58% of SRG shareholders present and voting (either in person or by proxy) in favour of the resolution; and
- 99.63% of votes cast in favour of the resolution.

The voting results are attached.

The Merger represents a platform transaction to continue to build a leading global Specialist Engineering, Construction and Maintenance Group.

David Macgeorge, Managing Director of SRG stated, "We are extremely pleased with the overwhelming support from our shareholders for this Merger which significantly enhances our ability to partner with our key clients over the full lifecycle of their assets. Our focus going forward will be for the core businesses to continue to grow whilst leveraging our greater combined offering and footprint to maximise cross selling opportunities, optimise the fixed cost base and unlock greater value for all shareholders."

### **Scheme Timetable**

SRG will seek approval for the Scheme from the Federal Court of Australia ("Court") in Perth at a hearing scheduled for 9:15am (Perth time) on 27 August 2018.

If the Court approves the Scheme, SRG intends to lodge the orders of the Court with the Australian Securities and Investments Commission on 28 August 2018. Once this occurs, the Scheme will become effective and it is expected that SRG shares will be suspended from trading on the ASX with effect from the close of trading on 28 August 2018.

An indicative timetable of remaining milestones is set out below.

**PERTH (HEAD OFFICE)**  
Level 1, 338 Barker Rd  
Subiaco WA 6008

**PERTH (WORKSHOP)**  
5 Riversdale Rd  
Welshpool WA 6106

**SYDNEY**  
53/L1, 75 Carnarvon St  
Silverwater NSW 2128

**MELBOURNE**  
2/290 Salmon St  
Port Melbourne VIC 3207

**BRISBANE**  
1/12 Commerce Cct  
Yatala QLD 4207

**BRISBANE (PRODUCTS)**  
642 Old Gympie Rd  
Narangba QLD 4504

**MIDDLE EAST**  
Office M-03, Bu Shaqar Building  
Garhoud, Dubai, UAE

**HONG KONG**  
Unit 1110, 11/F, 33 Wang Chui Rd  
Kowloon Bay, NT, Hong Kong

CALL  
1300 775 477  
+61 8 9267 5400

**MAKING  
THE  
COMPLEX  
SIMPLE**

Event	Date
Second Court Hearing	9:15am (Perth time) 27 August 2018
Scheme Effective Date	28 August 2018
Scheme Record Date	5:00pm (Perth time) 4 September 2018
Implementation Date	11 September 2018

### **SRG Shareholder Information Line**

SRG shareholders who have questions regarding the Scheme or the Scheme Booklet should contact SRG's shareholder information line on 1300 070 747 (from within Australia) or +61 3 9415 4135 (from outside Australia) Monday to Friday between 9:00am and 5:00pm (Melbourne time).

### **Issued by SRG Limited ABN 57 006 413 574**

SRG Limited are an Australian complex services company. Our vision is to make the complex simple for our customers and our mission is to be a leading provider of complex services to the construction and mining industry worldwide.

Founded in Victoria in 1961, the Company commenced trading as BBR Australia Pty Ltd with the first project undertaken to supply and install rock anchors for the Snowy Mountains scheme. Listed in 1987 on the ASX as Structural Systems Limited, the organisation has grown from a small privately owned specialist post-tensioning company to a diverse international contractor in building, civil, mining, products and services. SRG has offices throughout Australia as well as in the Middle East and Hong Kong. In November 2014, Structural Systems Limited became SRG Limited.

ENDS

**SRG LIMITED**  
**SCHEME MEETING**  
**Wednesday, 22 August 2018**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Scheme of Arrangement Resolution	Special	50,819,095 94.56%	202,524 0.38%	2,719,968 5.06%	9,494	54,826,597 99.63%	202,524 0.37%	9,494	Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.