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ASX ANNOUNCEMENT

17 January 2019

THE AGENCY COMPLETES TOP LEVEL ACQUISITION, CONTINUES STRONG ORGANIC GROWTH

Becomes the leading disruptor and fastest growing national real estate agency

- The Agency completes acquisition of high-growth east coast real estate firm Top Level Real Estate Pty Ltd after acquiring all of the issued shares in Top Level.
- Capital raising of \$8.4 million via a share placement complete.
- Transaction makes The Agency one of the fastest growing national real estate companies in Australia.
- Mr Matt Lahood commences as an Executive Director of The Agency upon completion of acquisition.
- The Agency now comprises a national real estate business having two prominent brands (The Agency and Sell Lease Property) with:

Combined Total (as at 31 st December 2018)	
No. of Agents	293
No. of Properties Sold	1121
Value of Properties Sold	\$1.2bn
Properties under Mgmt.	4209
Listings	1394
Group Revenue	\$24.5m

Note: Unaudited figures for 6 months to 31st December 2018

- Business has been built for scale with ability to materially grow the number of agents and properties under management with limited capital expenditure or increase in corporate overheads.
- Enquiries continue from agents and real estate firms across Australia who are attracted to disruptive model.
- The Agency WA is targeting 30% growth in FY2019 and has achieved approximately 4.5% market share in WA within two years of establishment.
- The Agency continues to secure the best talent in the real estate sector nationally, as evidenced by:
 - the recent appointment of highly-experienced Perth sales agent and auctioneer Michael Keil; and
 - the group's property partners achieving two of the top five record prices on the East Coast in 2018:
 - Bellevue Hill's Rona estate sold in the vicinity of \$60m (Australian record for a non-waterfront property); and

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THE AGENCY



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- Vaucluse waterfront mansion sold in the vicinity of \$40m.
- Post-merger, The Agency will be opening second Melbourne office in Hawthorne and new office in Central Coast NSW due to heightened demand from new agents wishing to join the group.
- Acquisition of Vicus Residential has now been settled with shares issued and cash payment made.

The Agency Group Australia's (ASX:AU1) ("The Agency" or "the Company") is pleased to advise the acquisition of all of the issued shares in high-growth east coast real estate firm Top Level Real Estate Pty Ltd ("Top Level") by The Agency's wholly-owned subsidiary Ausnet Real Estate Services Pty Ltd has now been completed with all conditions precedent to the transaction having been satisfied.

The Company has acquired all of the issued shares in Top Level and has also raised the required \$8.4 million via the issue of 28 million shares at 30c per share.

With the addition of Top Level, The Agency Group is the only single owner national real estate business having two prominent brands (The Agency and Sell Lease Property), with 293 sales representatives across Perth, Sydney, Melbourne and the Gold Coast (across nine offices). It will also have 4209 properties under management, 1394 listings and a mortgage book of \$1.2 billion.

The Company has a strong footprint in the Perth and Sydney residential property markets, with offices in Melbourne and the Gold Coast and plans to expand into Brisbane, Canberra and further expand its Western Australian operations.

The Agency Managing Director Paul Niardone said:

"This company-making transaction is a significant milestone in the short history of The Agency and further cements our position as the fastest growing disruptive real estate group in the country.

"It will see the addition of a highly experienced east coast real estate sales and project marketing team, significant property management portfolio and extensive sales pipe-line.

"We are only a start-up that has, in a very short space of time, achieved significant growth in terms of revenue, market share and recruitment. Our target now is to become cashflow positive within the next 12 months while also focusing on national expansion opportunities.

"In 2019, we expect there will be further consolidation in the industry with our disruptive model attracting further attention from those agents wishing to change as they look for a more attractive offering and stronger brand and business model.

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"I would like to thank everyone who has been involved in this significant transaction and, most importantly, to our loyal investors who through their continued and unwavering belief in our company and proven disruptive real estate model have made this transaction a reality."

Top Level CEO and, following settlement of the acquisition of Top Level, Executive Director of The Agency, Matt Lahood said:

"We are excited that our transaction with The Agency has now been completed, making us Australia's leading disruptive, high-growth real estate brand."

"With this transaction finalised, we are focusing on significantly enhancing our already impressive east coast offering and results, to the benefit of our national business. Our attention will now turn to the opening of our second Melbourne office in Hawthorne, the first quarter of this year, and also to a new office on the Central Coast of NSW. These openings are in response to a strong demand from agents wishing to join The Agency."

In accordance with approvals obtained from the Company's shareholders on 28 November 2018 (and a waiver granted by ASX on 21 December 2018 - refer to the Company's announcement dated 21 December 2018), the Company confirms that it has issued 64,673,333 shares and 333,333 options.

An Appendix 3B relating to the security issues accompanies this announcement.

Closure of offers under Prospectus

Following issue of the securities set out above, the Company confirms that the offers under the prospectus dated 20 November 2018 (including the cleansing offer) have closed.

Vicus Residential Acquisition Settled

The Agency is pleased to announce the acquisition of Vicus Residential - the residential sales and management division of The Vicus Property Group – has now been settled. The Company has completed the issue of 2,666,667 shares and made the \$75,000 cash payment as payment for all of Vicus Residential's issued shares after receiving shareholder approval on 15 November 2018 (refer to ASX announcement 15 November 2018).

The acquisition sees The Agency's WA operations grow by four staff and add more than 200 rental properties predominantly in the inner city of Perth, increasing total property managements on The Agency's books to approximately 800 in the state.

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