

Australian Securities Exchange Announcement

22 July 2019

The Manager
Companies Announcements Office
Australian Securities Exchange
Electronic Lodgment

CORRIGENDUM TO EXPLANATORY BOOKLET

Legend Corporation Limited (ASX:LGD) (**Legend**) provides the following update in relation to the previously announced scheme of arrangement (**Scheme**) for the proposed acquisition of Legend by Greenland BidCo Pty Ltd ACN 633 363 096 (**BidCo**).

By now Legend shareholders should have received a printed copy of the Explanatory Booklet (together with a proxy form) that was mailed on 10 July 2019 to all Legend Shareholders on the share register as at 3 July 2019.

The purpose of this announcement is to advise Legend shareholders that the printed copy of the Explanatory Booklet contains a limited number of discrepancies from the version that was provided to the Federal Court of Australia (**Court**), for the purpose of the Court making orders on Friday, 5 July 2019 convening the Scheme Meeting to be held on 9 August 2019. Each of these discrepancies occurred during the typesetting process. These discrepancies are set out in the Corrigendum to the Explanatory Booklet that is attached at Annexure 1 to this announcement.

The Corrigendum has been provided to the Court and to ASIC. A printed copy of this announcement and the Corrigendum is being dispatched to Legend shareholders.

On behalf of the Board

Bruce Higgins
Chairman of Legend Corporation Limited

For further information contact:

Graham Seppelt
Company Secretary
Legend Corporation Limited
Phone: +61 (0)419 035 297
Email: seppelt@bold.net.au

Legend Corporation Ltd
ACN 102631087
ABN 69 102631087

Adelaide
1 Butler Drive
Hendon SA 5014
Telephone (61) 8 8401 9888
Facsimile (61) 8 8244 9520

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Annexure 1 – Corrigendum to Explanatory Booklet dated 8 July 2019

22 July 2019

Dear Shareholders

Corrigendum to Explanatory Booklet dated 8 July 2019

For the scheme of arrangement in relation to the proposed acquisition of all of your Legend Shares by Greenland BidCo Pty Ltd ACN 633 363 096 (**BidCo**) (**Explanatory Booklet**).

Defined terms

Terms used in this letter and not otherwise defined have the meanings respectively given in the Explanatory Booklet.

Details

Cover page

The cover of the Explanatory Booklet omits a reference to Legend's full name and ABN being: "Legend Corporation Limited ABN 69 102 631 087".

Table of contents (page 1)

The reference to "10. Additional Information" should read "10. Additional Information".

Chairman's Letter

Footnote 3 in the Chairman's Letter at page 6 of the Explanatory Booklet omits a sentence at the end of the footnote. Footnote 3 should read as follows (with the previously omitted sentence highlighted in bold for emphasis):

'3. This figure has been calculated based upon the Legend EV implied by the Total Cash Consideration of \$0.365 per Legend Share, and the Legend EBITDA adopted by the Independent Expert for valuation purposes (see paragraph 118 of the Independent Expert's Report included as Appendix 1). **Note: the calculation of the Legend EV does not include the final deferred consideration payment of \$2.8 million in connection with the SCE acquisition.**'

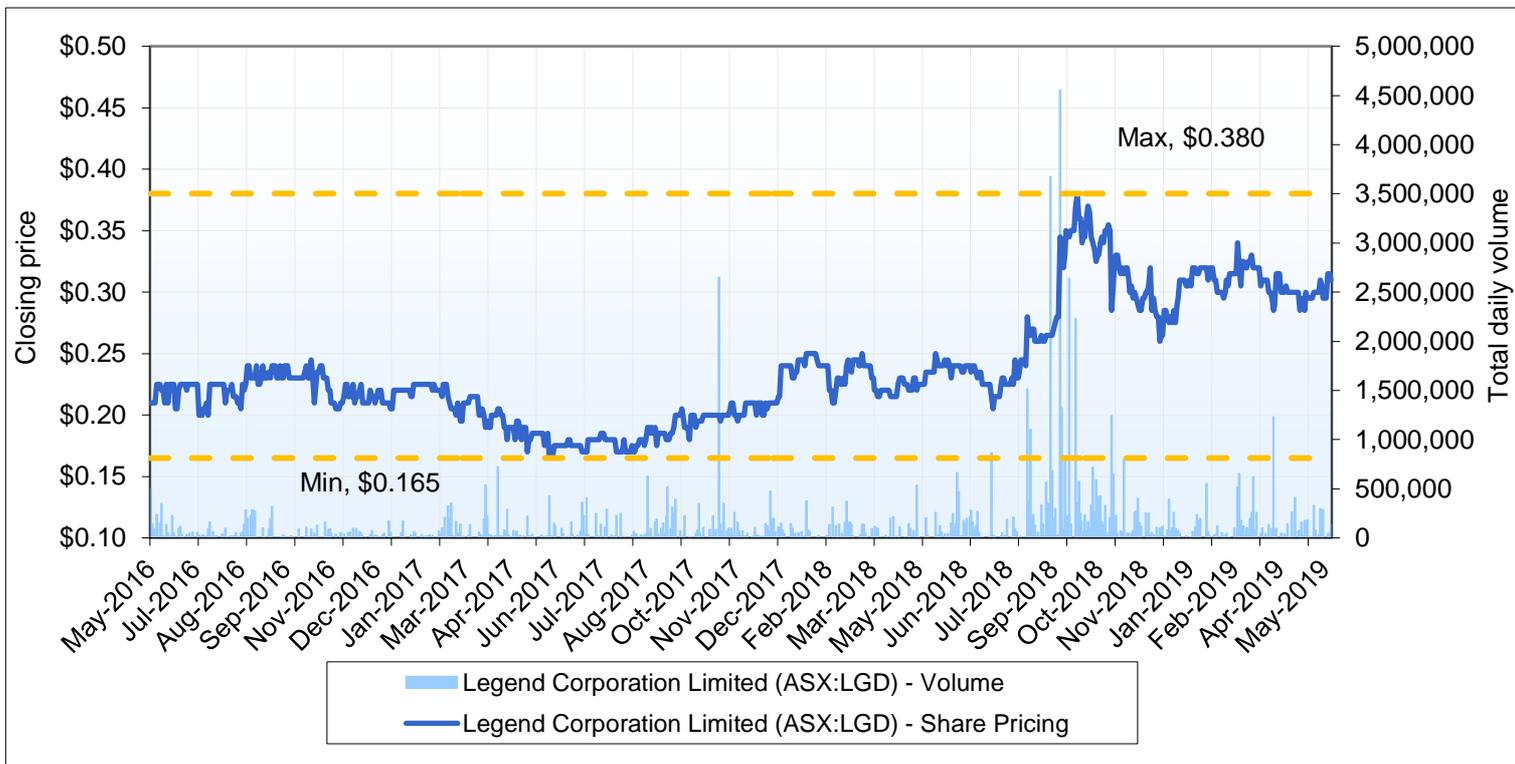
Section 2.3(d)

The chart contained in Section 2.3(d) at page 19 of the Explanatory Booklet contains typographical and labelling errors on the two axes to the chart and the legend to the chart. The chart should appear as follows, being the form which was originally presented to the Court:

Legend Corporation Ltd
ACN 102631087
ABN 69 102631087

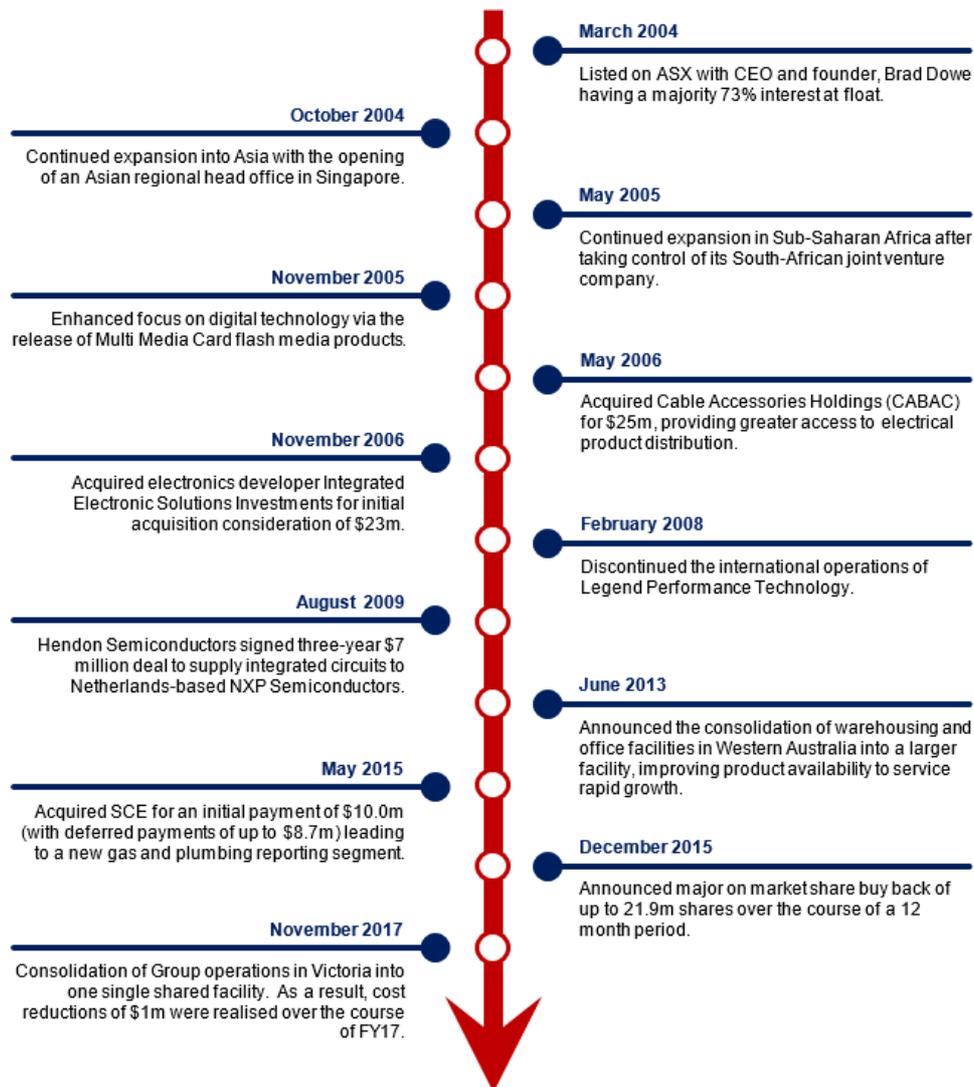
Adelaide
1 Butler Drive
Hendon SA 5014
Telephone (61) 8 8401 9888
Facsimile (61) 8 8244 9520

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Section 5.2

The diagram contained in Section 5.2 at page 41 of the Explanatory Booklet contains a typographical error in the note under the heading 'May 2015'. The reference to 'differed payments up to \$8.7m' should read '**deferred payments of up to \$8.7m**' (corrections in bold). The diagram should appear as follows:



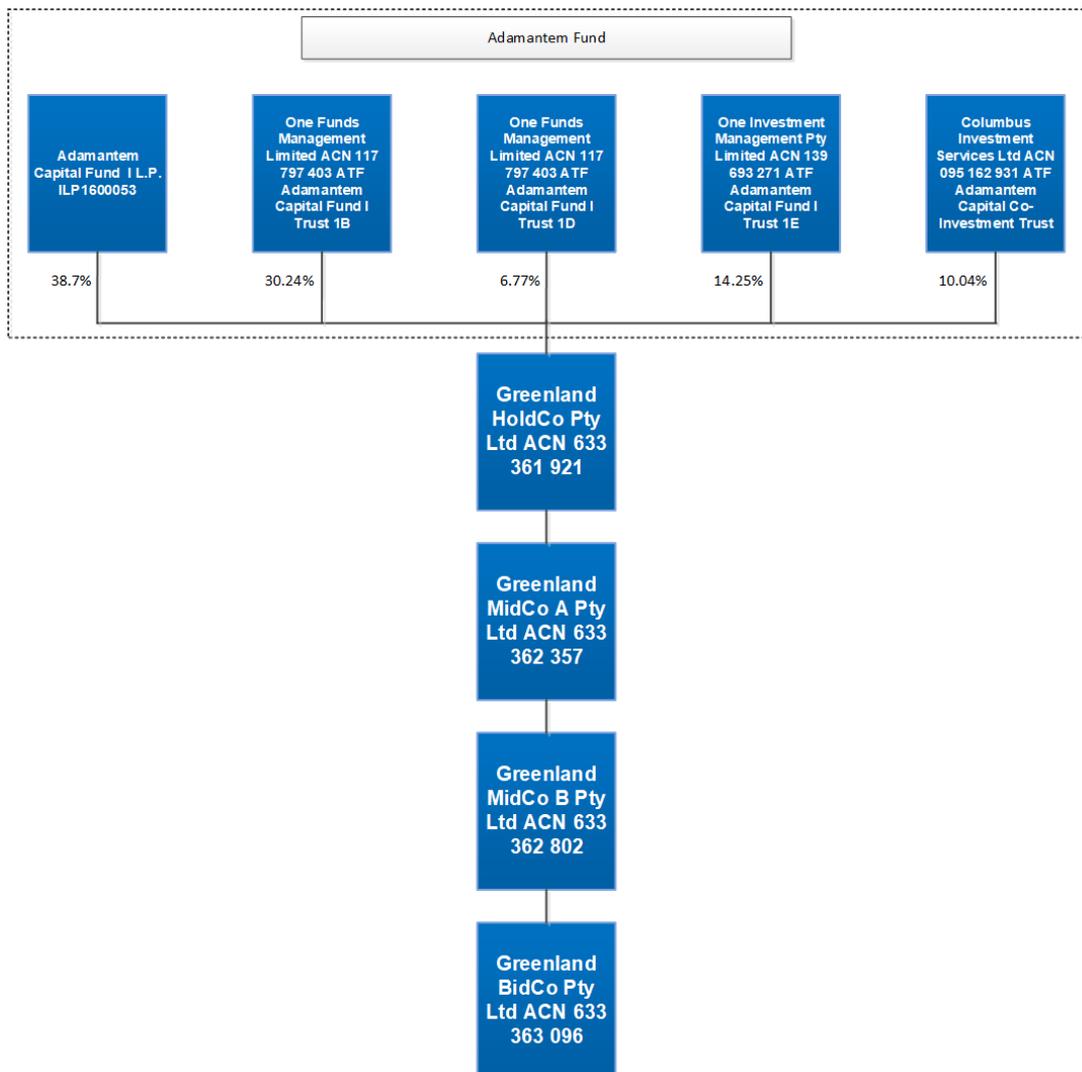
Section 5.8

The chart contained in Section 5.8 at page 47 of the Explanatory Booklet was inadvertently reversed during typesetting, creating a 'mirror image' which incorrectly depicted the share price history of Legend. The chart should appear as follows:



Section 6.2

The diagram contained in Section 6.2 at page 52 contains a typographical error in the heading to the diagram. The reference to 'Adamantem Fund' in the panel at the top of the diagram should read 'Adamantem Fund'. The diagram should appear as follows:



Independent Expert's Report

The Independent Expert's Report contained in Appendix 1 to the Explanatory Booklet does not contain the signatures of the Authorised Representatives of the Independent Expert at page 86 of the Explanatory Booklet. The page, with the signatures included, is included as Schedule 1 to this Corrigendum.

Yours sincerely

A handwritten signature in black ink, appearing to read "Graham Seppelt". The signature is written in a cursive style with a long horizontal stroke at the end.

Graham Seppelt
Company Secretary

General

- 17 In preparing this report we have considered the interests of Legend shareholders as a whole. Accordingly, this report only contains general financial advice and does not consider the personal objectives, financial situations or requirements of individual shareholders.
- 18 The impact of approving the Scheme on the tax position of Legend shareholders depends on the individual circumstances of each investor. Legend shareholders should read the Explanatory Booklet and consult their own professional advisers if in doubt as to the taxation consequences of the Scheme.
- 19 The ultimate decision whether to approve the Scheme should be based on each Legend shareholder's assessment of their own circumstances. If Legend shareholders are in doubt about the action they should take in relation to the Scheme or matters dealt with in this report, shareholders should seek independent professional advice. For our full opinion on the Scheme and the reasoning behind our opinion, we recommend that Legend shareholders read the remainder of our report.

Yours faithfully



Craig Edwards
Authorised Representative



Martin Holt
Authorised Representative