

25 June 2014

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Mantra Group Limited
ACN 137 639 395
ABN 69 137 639 395

Dear Sir/Madam

SATISFACTION OF CONDITIONS FOR CONDITIONAL MARKET¹

Mantra Group Limited ACN 137 639 395 (**MTR**) advises that the conditions for the conditional market have been satisfied, namely:

- Settlement of the Offer under the Underwriting Agreement dated 28 May 2014, having occurred on 24 June 2014; and
- issue of Shares to successful applicants under the Offer having occurred earlier today, 25 June 2014.

MTR further advises that:

- (a) the Share Split (as described in the Prospectus) occurred on 20 June 2014; and
- (b) the issue of 8,625,318 fully paid ordinary shares upon the exercise of options, as detailed on pages 100 and 101 of the Prospectus, was completed immediately prior to the issue of shares to successful applicants under the Offer today.

Shares will trade on Wednesday, 25 June 2014 on an unconditional but deferred settlement basis.

MTR confirms that despatch of CHESSE allotment notices and issuer sponsored holding statements will take place by Thursday, 26 June 2014.

Following completion of despatch of holding statements, normal settlement trading is expected to commence on Friday, 27 June 2014.

Yours faithfully



Fiona van Wyk
Company Secretary

¹ Capitalised terms not defined in this letter have the meaning given to them in the prospectus dated 30 May 2014 issued by MTR (**Prospectus**)