



To: Australian Securities Exchange Limited (ASX)
From: Ochre Group Holdings Limited (ASX: OGH)
Date: 9 July, 2014
Subject: Unmarketable Parcel Share Sale and Buy-back Facility

The Board of Ochre Group Holdings Limited (Ochre or the Company) is pleased to announce that the Company will offer an “unmarketable parcel” share sale facility (UMP Facility) in accordance with Article 3.3 of its constitution and ASX Listing Rule 15.13, to all Shareholders who were the registered holders of Ochre shares with an aggregate value of less than Five Hundred Dollars (\$500) (**Eligible Shareholders**), as at 5.00 PM (WST), on 9 July, 2014 (Record Date).

The Company wishes to advise that it has put into place a Buy-back arrangement whereby the Company is offering to acquire all of the unmarketable parcels from Eligible Shareholders, in accordance with Article 10.3 of its constitution, the Corporations Act and the ASX Listing Rules.

In accordance with article 3.5 of the Company’s constitution, the price at which the unmarketable parcels will be sold (Authorised Price) to the Company shall be at the simple average of the last sale prices of the Company’s securities quoted on ASX for each of the ten trading days immediately preceding the date of offer, which equates to a buy-back price of 2.28 cents/share.

As at 8 July, 2014, 1793 of the 2338 shareholders on the Company’s register held less than the minimum unmarketable parcel of 21,930 shares. This number may change as at the Record Date. The UMP Facility provides such shareholders (Eligible Shareholders) to dispose of their shares in an easy and cost effective manner, without incurring brokerage and other related expenses. From the Company’s perspective, it reduces administrative and share registry costs and allows for the share register to be tidied up.

Further details of the UMP Facility and the Buy-back will be set out in a letter and Notice of Share Retention which will be dispatched to Eligible Shareholders on 10 July, 2014. A copy of each document will be released to the market on or before dispatch.

For further information, please contact the Company’s share register as follows:

Security Transfer Registrars
777 Canning Hwy, Applecross, WA
Ph: 08 9315 2333

By Order of the Board
Ochre Group Holdings Limited