ABN: 58 100 854 788

Suite 4, Level 9, 341 George Street, Sydney NSW 2000

GPO Box 4325, Sydney NSW 2001 Tel: 02 9299 9690

Tel: 02 9299 9690 Fax: 02 9299 9629



25 March 2015

Dear Shareholder

## NON-RENOUNCEABLE RIGHTS ISSUE – LETTER TO INELIGIBLE SHAREHOLDERS

Armidale Investment Corporation Limited (**Company**) has announced a 1 for 2 non-renounceable rights issue at \$0.09 per New Share to be issued by the Company (**Rights Issue**) raising approximately \$11.698m in new capital before the costs of this Rights Issue.

The maximum number of New Shares to be issued under the Rights Issue is 129,986,069, which would raise up to approximately \$11.698m. At the conclusion of the Rights Issue, the total number of issued Shares in the Company will be a maximum of 390,111,539. The Rights Issue is non-renounceable and is not underwritten.

The Rights Issue is being undertaken pursuant to an Offer Document that was lodged with Australian Securities Exchange (**ASX**) on 25 March 2015. The Offer Document is available on the ASX website www.asx.com.au.

The offer is only being made to shareholders of the Company (**Shareholders**) named on its register of members at 5.00pm (Sydney time) on 20 March 2015, whose registered address is in Australia or New Zealand. This letter is to inform you that you are not eligible to participate in the Rights Issue. This letter is not an offer to issue New Shares in the Company, nor an invitation to apply for New Shares. You are not required to do anything in response to this letter.

Shareholders who are eligible to participate in the Rights Issue are those persons who:

- 1. are registered as a Shareholder of the Company as at 5.00pm (Sydney time) on 20 March 2015; and
- 2. have a registered address in Australia or New Zealand.

In accordance with the listing rule 7.7.1 of the ASX Listing Rules, the Company has considered that it would be unreasonable given the number of Shareholders with registered addresses outside of Australia and New Zealand and the size of the shareholdings held by those Shareholders to offer them New Shares under the Rights Issue. Taking this into consideration, as well as taking into consideration the costs of complying with the legal requirements and the requirements of the regulatory authorities of those relevant jurisdictions outside of Australia and New Zealand, the Company believes it to be unreasonable to extend the Rights Issue to all Shareholders.

According to our records, you do not satisfy the eligibility criteria to participate in the Rights Issue as stated above and accordingly, the Company wishes to advise that in accordance with ASX Listing Rule 7.7.1, the Rights Issue will not be extended to you, you will not be able to subscribe for New Shares through the Rights Issue and you will not be sent the Offer Document.

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On behalf of the Board of Armidale Investment Corporation Limited and management, we regret that you are not eligible to participate in the Rights Issue and thank you for your continued support.

Yours sincerely,

**Bruce Hatchman** 

Chairman

**Armidale Investment Corporation Limited**