



Supplementary Information Memorandum

Australian dollar 8.5% Notes due 14 September 2018
(ISIN: AU3CB0199354) issued by **Silver Chef Limited** ACN 011 045 828

27 March 2015

Supplementary information memorandum

Silver Chef Limited ABN 28 011 045 828 (**Company**)

1 Introduction

- 1.1 This supplementary information memorandum (**Supplementary Information Memorandum**) is dated 27 March 2015. It is intended to be read in conjunction with the information memorandum dated 10 September 2012 (**Information Memorandum**) relating to the 8.50% Notes due 14 September 2018 (with ISIN: AU3CB0199354) issued by the Company on 14 September 2012 which are constituted by, and owing under, the Trust Deed, the terms of which are contained in the Conditions (**Notes**).
- 1.2 Terms used in this Supplementary Information Memorandum have the same meaning as those used in the Information Memorandum unless indicated otherwise. The information contained in this document is to supplement the information presently contained in the Information Memorandum and to notify Noteholders of amendments made to the Conditions of the Notes.
- 1.3 This Supplementary Information Memorandum has been prepared and issued by the Company. As such, the Company accepts responsibility for the information contained in this Supplementary Information Memorandum. The Trustee does not accept any responsibility for this Supplementary Information Memorandum.

2 Noteholder Approval of amendments

The Company obtained Noteholder approval by way of Special Resolution to amend the Conditions on 27 March 2015 (**Amendment Date**), in accordance with the Notice of Meeting and Explanatory Memorandum sent to Noteholders and dated 24 February 2015.

3 Conditions as amended

The Conditions have been amended so that on and from the Amendment Date:

- (a) Paragraph (a) of the definition of 'Permitted Security Interest' in Condition 1.2 has been deleted and replaced with the following:
- '(a) *any Security Interests existing as at the Issue Date, provided that if the Issuer or a Guarantor renews, extends or refinances any Financial Indebtedness secured by those existing Security Interests, at the time of such renewal, extension or refinancing of the Financial Indebtedness, on a pro-forma basis, the ratio of the total of all Financial Indebtedness of the Group secured by a Security Interest at that time to EBITDA of the Group at that time is not more than 2.20:1;*'
- (b) Paragraph (b) of the definition of 'Permitted Security Interest' in Condition 1.2 has been deleted and replaced with the following:
- '(b) *any Security Interests granted to:*
- (i) *secure any Financial Indebtedness incurred by the Group on or after the Issue Date; and*
- (ii) *without limiting subparagraph (i) above, renew, extend or refinance any Financial Indebtedness secured by existing Security Interests referred to in paragraph (a) above,*
- provided that, at the time of such incurrence of the Financial Indebtedness or such renewal, extension or refinancing of the Financial Indebtedness (as the case may be), on a pro-forma basis, the ratio of the total of all Financial Indebtedness of the Group secured by a Security Interest at that time to EBITDA of the Group at that time is not more than 2.20:1;*' "

Directory

Issuer

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Attention: Doug McAlpine

Lead Manager and Initial Subscriber

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Attention: Legal and Compliance

Registrar, Issuing & Paying Agent and Calculation Agent

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Attention: Relationship Management Group

Trustee

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