

# ASX/MEDIA RELEASE

Date: 29 July 2016

## **ASCIANO ANNOUNCES FAVOURABLE ATO RULINGS ON SPECIAL DIVIDEND AND THAT SCHEME OF ARRANGEMENT HAS BECOME EFFECTIVE**

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### **Scheme becomes Effective**

Asciano Limited (ASX: AIO, OTCUS: AIOYY) ("**Asciano**") announces that it has lodged with the Australian Securities and Investments Commission orders of the Supreme Court of New South Wales approving the Scheme of Arrangement ("**Scheme**") under which Australian Logistics Acquisition Investments Pty Limited will acquire the Asciano shares held by all Asciano shareholders (other than the excluded shareholders). The Scheme has accordingly become legally effective and will be implemented on 19 August 2016. A copy of the order of the Supreme Court of New South Wales approving the Scheme is attached.

### **Favorable ATO rulings**

Asciano also announces that the Australian Taxation Office ("**ATO**") has advised that it will issue favourable rulings in respect of the fully franked special dividend of \$0.87 per Asciano share. Accordingly, Asciano shareholders who hold shares on the Special Dividend Record Date (Wednesday 3 August 2016 at 7.00pm Sydney time) will be paid the Special Dividend on the Special Dividend Payment Date (11 August 2016).

As a result of the payment of the Special Dividend, the consideration payable to Asciano shareholders under the Scheme on the Implementation Date (19 August 2016), will be \$8.28 per Asciano share.

Asciano shareholders can obtain further information by contacting the Asciano Shareholder Information Line on 1300 729 310 for shareholders located in Australia, and +61 3 9415 4608 for shareholders located outside Australia.

For further information, please contact:

<b>Investors and analysts</b>	<b>Media</b>
Kelly Hibbins	Mat Charles
tel: +61 2 8484 8046	tel: +61 2 8484 8082
mobile: +61 414 609 192	mobile: +61 422 006 515
email: <a href="mailto:kelly_hibbins@asciano.com.au">kelly_hibbins@asciano.com.au</a>	email: <a href="mailto:media@asciano.com.au">media@asciano.com.au</a>

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## JUDGMENT/ORDER

### COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2016/00091489

### TITLE OF PROCEEDINGS

First Plaintiff	Asciano Limited ACN 123652862
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First Defendant	.
Corporation subject of the proceeding	Asciano Limited

### DATE OF JUDGMENT/ORDER

Date made or given	28 July 2016
Date entered	28 July 2016

### TERMS OF JUDGMENT/ORDER

#### THE COURT ORDERS THAT:

1. Pursuant to s 411(4)(b) of the Corporations Act 2001 ("Act"), the scheme of arrangement ("Scheme") between the plaintiff and the holders of fully paid ordinary shares in the capital of the plaintiff (other than "Excluded Shareholders" as defined in the Scheme), the terms of which Scheme are contained in Annexure C to the document behind Tab 8 of Exhibit PX02 in this proceeding, be approved.
2. The plaintiff lodge with the Australian Securities and Investments Commission a copy of the approved Scheme at the time of lodging a copy of these orders.
3. Pursuant to s 411(12) of the Act, the plaintiff is exempted from compliance with s 411(11) of the Act in relation to the Scheme.

### SEAL AND SIGNATURE



Signature	D Eden (LS)
Capacity	Chief Clerk
Date	28 July 2016

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.