

## ASX ANNOUNCEMENT

1 November 2016

### **SAI GLOBAL/ BARING ASIA PRIVATE EQUITY FUND VI: COURT APPROVES DESPATCH OF SCHEME BOOKLET AND CONVENING OF SCHEME MEETING**

**1 November 2016, Sydney, Australia:** Further to the Company's announcement on 26 September 2016, SAI Global Limited (**SAI**) today announced that the Federal Court of Australia (the **Court**) has made orders approving the despatch of the scheme booklet (**Scheme Booklet**) in relation to the proposed acquisition of all of the shares in SAI by Casmar (Australia) Pty Limited (ACN 615 021 479), a wholly-owned subsidiary of the Baring Asia Private Equity Fund VI (**Baring Asia**), by way of a Scheme of Arrangement (the **Scheme**).

The Court has also ordered that a meeting of SAI shareholders be convened to consider and vote on the Scheme (**Scheme Meeting**).

Implementation of the Scheme is subject to the satisfaction or waiver (where capable of waiver) of certain conditions precedent, including SAI shareholder approval in respect of the Scheme and approval by the Court.

SAI shareholders will vote on the Scheme at the Scheme Meeting, which will be held at **10.00am** (Sydney time) on **Monday, 5 December 2016** at **SMC Conference & Function Centre (Ionic Room), 66 Goulburn Street, Sydney**.

Information relating to the Scheme, including the Notice convening the Scheme Meeting and the Independent Expert's Report, will be included in the Scheme Booklet that will be sent to SAI shareholders on Friday, 4 November 2016 (and those SAI shareholders who have previously elected to receive notifications from SAI's share registry in electronic format will be able to access the material electronically).

The key events and the expected timing in relation to the approval and implementation of the Scheme are set out in the table below.

Scheme Booklet dispatched to SAI shareholders	Friday, 4 November 2016
Scheme Meeting	Monday, 5 December 2016
Second Court Hearing	Friday, 9 December 2016
Effective Date	Monday, 12 December 2016
Scheme Record Date	7:00pm on Monday, 19 December 2016
Implementation Date	Friday, 23 December 2016

All dates are indicative only and are subject to the Court approval process and the satisfaction or, where applicable, waiver of conditions precedent under the Scheme Implementation Deed entered into by SAI on 26 September 2016. Any changes to the above timetable will be announced to the ASX.

A further announcement attaching the Scheme Booklet will be made by SAI following registration of the Scheme Booklet with the Australian Securities and Investments Commission.

**END**

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#### **About SAI Global**

SAI is a leading global provider of risk management products and services to businesses worldwide to proactively manage risk to achieve business excellence, growth, sustainability and ultimately, create trust.

SAI's integrated advisory, services and platforms operate across the entire lifecycle allowing businesses to focus on opportunities presented by uncertainty. Its solutions include risk management software, standards and regulatory content, ethics and compliance learning, risk assessments, certification, testing and audits.

In Australia, it is also a leading provider of settlement related services; company, personal and property information.

SAI is listed on the ASX with its head office located in Sydney, Australia. The company employs more than 2,000 people across 29 countries and 51 locations across Europe, North America and Asia. For more information, please visit [www.saiglobal.com](http://www.saiglobal.com).

#### **About Baring Private Equity Asia**

Baring Private Equity Asia is one of the largest and most established independent alternative asset management firms in Asia, advising funds with total committed capital of over US\$10 billion.

The firm runs a pan-Asian investment program, sponsoring buyouts and providing growth capital to companies for expansion or acquisitions, as well as a private credit and a pan-Asian real estate private equity investment program. The firm has been investing in Asia since its formation in 1997 and has over 140 employees located across offices in Hong Kong, China, India, Japan and Singapore.

Baring Private Equity Asia advised funds currently have over 35 portfolio companies active across Asia with a total of 150,000 employees and sales of approximately US\$31 billion in 2015. For more information, please visit [www.bpeasia.com](http://www.bpeasia.com).