

JOHN.BRIDGEMAN

# Announcement

John Bridgeman Limited

ACN 603 477 185

7 January 2019

## JOHN BRIDGEMAN LIMITED (NSX:JBL) STATUS OF DEFEATING CONDITIONS AND EXTENSION TO JBL OFFER CLOSING DATE

John Bridgeman Limited (NSX: JBL) refers to previous announcements regarding its takeover offers (**JBL Offers**) for all of the shares and options in Benjamin Hornigold Limited (ASX: BHD) and, in particular, to its announcement of 24 December 2018 freeing the JBL Offers from all defeating conditions.

JBL has today served the attached notices on Benjamin Hornigold Limited:

- notices confirming the status of defeating conditions under the JBL Offers required by section 630(3) *Corporations Act 2001* (Cth) (**Corporations Act**); and
- a notice under section 650D *Corporations Act* varying the JBL Offers by extending the closing date.

In light of the proceedings currently on foot before the Takeovers Panel, JBL considered it appropriate to extend the date by which acceptances must be received by a further two weeks, until **7.00pm (Sydney time) on Monday, 28 January 2018**.

If you have any questions about the JBL Offers (including if you need new copies of the bid documentation), please call the shareholder information line on:

- 1300 405 577; or
- +61 1300 405 577 for overseas domiciled holders,

between 9.00am and 5.00pm (Sydney time) Monday to Friday.

ENDS

**Kevin Mischewski**

Company Secretary

**John Bridgeman Limited**

[cosec@johnbridgeman.com.au](mailto:cosec@johnbridgeman.com.au)

# Status of defeating conditions

## Section 630(3) *Corporations Act 2001* (Cth)

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TO: The Directors  
Benjamin Hornigold Limited (**BHD**)  
Level 9, Riverside Centre, 123 Eagle Street  
BRISBANE, QUEENSLAND, 4000

AND TO: Australian Securities Exchange

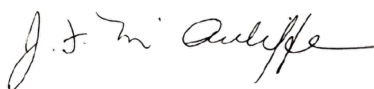
John Bridgeman Limited ACN 603 477 185 (**Bidder**) has made offers under off-market takeover bids for all the ordinary shares in Benjamin Hornigold Limited (**Offers**). The offers are contained in the bidder's statement dated 31 October 2018 (as amended and supplemented by the supplementary bidder's statement dated 22 November 2018) (**Bidder's Statement**).

The Bidder gives notice under section 630(3) *Corporations Act 2001* (Cth) (**Corporations Act**) that:

- (a) it has freed the Offers from the conditions in Schedule 2 of the Bidder's Statement;
- (b) so far as the Bidder knows:
  - (i) the conditions in clauses 1 and 2 of Schedule 2 (in relation to a 50.1% minimum acceptance of the Offers and regulatory approval respectively) of the Bidder's Statement have been fulfilled;
  - (ii) as the conditions in clauses 3, 4, 5, 6 and 7 of Schedule 2 (in relation to regulatory action, prescribed occurrences, any material adverse change, dealing with options in BHD and third party consents respectively) of the Bidder's Statement relate to the position as at the end of the Offer Period (as that term is defined in the Bidder's statement), they have not yet technically been fulfilled on the date this notice was given. Subject to the resolution of the proceedings currently before the Takeovers Panel, the Bidder is not aware of any other circumstances which would prevent the conditions from being fulfilled as at the end of the Offer Period (as that term is defined in the Bidder's Statement); and
- (c) its voting power in Benjamin Hornigold Limited is 38.87%.

Dated: 7 January 2019

Executed by  
John Bridgeman Limited ACN 603 477 185

  
\_\_\_\_\_  
▲ Director

John McAuliffe  
\_\_\_\_\_  
▲ Full name of Director

  
\_\_\_\_\_  
▲ Director/Secretary

Kevin Mischewski  
\_\_\_\_\_  
▲ Full name of Director/Secretary

# Status of defeating conditions

## Section 630(3) *Corporations Act 2001* (Cth)

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TO: The Directors  
Benjamin Hornigold Limited (**BHD**)  
Level 9, Riverside Centre, 123 Eagle Street  
BRISBANE, QUEENSLAND, 4000

AND TO: Australian Securities Exchange

John Bridgeman Limited ACN 603 477 185 (**Bidder**) has made offers under off-market takeover bids for all the issued options in Benjamin Hornigold Limited (**Offers**). The offers are contained in the bidder's statement dated 31 October 2018 (as amended and supplemented by the supplementary bidder's statement dated 22 November 2018) (**Bidder's Statement**).

The Bidder gives notice under section 630(3) *Corporations Act 2001* (Cth) (**Corporations Act**) that:

- (a) it has freed the Offers from the condition in clause 6.1 of Schedule 3 of the Bidder's Statement;
- (b) so far as the Bidder knows, the condition in clause 6.1 of Schedule 3 of the Bidder's Statement has been fulfilled; and
- (c) its voting power in Benjamin Hornigold Limited is 38.87%.

Dated: 7 January 2019

Executed by  
John Bridgeman Limited ACN 603 477 185

  
^ \_\_\_\_\_  
Director

John McAuliffe  
^ \_\_\_\_\_  
Full name of Director

  
^ \_\_\_\_\_  
Director/Secretary

Kevin Mischewski  
^ \_\_\_\_\_  
Full name of Director/Secretary

# Notice of variation of offer

## Section 650D(1) of the *Corporations Act 2001* (Cth)

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**TO:** The Directors  
Benjamin Hornigold Limited ACN 614 854 045  
Level 9, 123 Eagle Street  
BRISBANE QLD 4000

**AND TO:** Australian Securities and Investments Commission (**ASIC**)

**AND TO:** Australian Securities Exchange (**ASX**)

**AND TO:** Each person to whom offers were made under the takeover bid

John Bridgeman Limited (**Bidder**) gives notice under section 650D of the *Corporations Act 2001* (Cth) (**Corporations Act**), of variation of the offers dated 6 November 2018 (**Offers**) made in the bidder's statement dated 31 October 2018, as supplemented by the supplementary bidder's statement dated 22 November 2018 (**Bidder's Statement**).

Capitalised terms used in this notice, unless otherwise defined, have the meanings given to those terms in the Bidder's Statement.

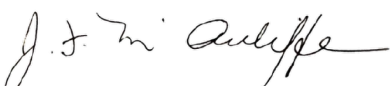
The Bidder hereby varies the Offers and the accompanying documents by extending the Offer Period from 7.00pm (Sydney time) on 14 January 2019 to 7.00pm (Sydney time) on 28 January 2019.

As at the date of this notice, the conditions in Schedule 2 and clause 6.1 of Schedule 3 of the Bidder's Statement have either been satisfied or waived and the Offers are unconditional.

A copy of this notice was lodged with ASIC on 7 January 2019. ASIC takes no responsibility for the contents of the notice.

**Dated:** 7 January 2019

Executed by  
John Bridgeman Limited ACN 603 477 185

  
▲ Director

John McAuliffe  
▲ Full name of Director

  
▲ Director/Secretary

Kevin Mischewski  
▲ Full name of Director/Secretary