

Level 9, 5 Hunter Street Sydney, NSW 2000

Company Announcements Supervision Australian Securities Exchange 20 Bond Street Sydney NSW 2000 11th July 2012

Attention: Companies Officer

Regarding: Notice of sale of Unmarketable Parcels of shares

The Attached letter was today dispatched to all shareholders holding less than a marketable parcel (under \$500). The Company has identified 956 shareholder having less than 25,000 shares each, which is the minimum number of share ownership, at a price of \$0.02, to hold a marketable parcel of \$500.

Yours faithfully,

Richard Pritchard

Chairman and joint Company Secretary

**SVC Group Limited** 



Level 8, 55 Hunter Street Sydney, NSW 2000

MR JOHN SAMPLE FLAT 123 SAMPLE STREET SAMPLE STREET SAMPLE STREET SAMPLETOWN VIC 3030

11th July 2012

Dear Shareholder,

## **Notice of sale of Unmarketable Parcels of Shares**

This notice contains important information about your shareholding in SVC Group Limited ('SVC' or 'the Company') and requires your immediate attention.

Article 26 of the Company's Constitution provides that, subject to due process, the company may sell all holdings of shares which are less than a marketable parcel (being a shareholding valued at less than \$500 and described in this Notice as an 'Unmarketable Parcel'). A holder of an Unmarketable Parcel is described as a 'Minority Member'.

We are writing to you because our records indicate that you were a Minority Member as at close of business on 9<sup>th</sup> July 2012 ('Record Date') – i.e., you held 24,999 shares or less. If the market value of your shares remains less than \$500 as at the close of business on 22<sup>nd</sup> August 2012, your SVC shares will, subject to the terms and conditions in this Notice, be sold and the proceeds from the sale remitted to you, **unless you notify us otherwise**.

If you have no objection to your shares being sold, you need take no action.

If you wish to retain your shares, please notify us of your intention, by completing the share retention form enclosed.

Ultimately it is your choice and you may elect to maintain your shareholding.

## Rationale for the sale of Unmarketable Parcels

The cost of maintaining shareholder accounts can be disproportionately high when compared with the value of small shareholdings. So, by implementing the Unmarketable Parcel sale process, SVC will reduce administration and share registry costs such as producing and distributing shareholder statements, annual reports, notices of meetings and other communications. In addition, this arrangement gives Minority Members a convenient and cost effective opportunity to divest their holdings without incurring any brokerage or other fees.



## You need do nothing unless you wish to retain your SVC shares

To retain your shares you must complete the enclosed 'Share Retention Form' and return it in the enclosed self addressed envelope so that it is received by SVC no later than 5.00pm (AEST) Friday 22<sup>nd</sup> August 2012 ('Closing Date'), which is the end of the required 6 week notice period ('Notice Period').

If the market value of your SVC shares increases during the Notice Period, due to an increase in the SVC share price, so that your shares are no longer worth less than \$500 on the Closing Date, SVC will not sell your shares. Alternatively, if you increase your holding of SVC shares during the Notice Period such that the holding value is \$500 or more; SVC will not sell your shares. If you sell your SVC shares prior to the end of the Notice Period, no further action will be taken.

Forms can be returned by post to:

SVC Group Limited C/- Computershare Investor Services Pty Limited GPO Box 52 Melbourne VIC 3001

## Sale process of Unmarketable Parcels

SVC has determined that the Minimum Sale Price for shares being sold will be \$0.02 (two cents per share), which was the weighted average sale price of the shares sold on the ASX during a period of five consecutive trading days immediately prior to the Record Date.

If you do nothing (i.e., if you do not return a completed Share Retention Form and your SVC shareholding remains less than \$500), your SVC shares will be sold as soon as practicable following the Closing Date. Securities advisor Alto Capital will manage the sale process.

The amount paid to Minority Members for each share sold will be the Minimum Sale Price or such higher price realised from the sale ('Sale Consideration'). Alto Capital may sell the shares in one or more trades and on one or more trading days to one or more Purchasers as determined by Alto Capital at its discretion. All Minority Members whose shares are sold will receive the same sale price per share and any brokerage or handling fees related to the sale will be paid by the Company.

The Sale Consideration will be posted to minority members as soon as practicable after the Closing Date by cheque in Australian dollars to the address recorded in the SVC share register as at the Closing Date. Australian Holders who are entitled to receive a payment of less than two dollars will receive postage stamps to the value in settlement.

If you wish to update your registered address please contact the share registry, Computershare Registry Services Pty Limited ('Computershare'), by telephone on 1300 850 505 (or +61 9415 4000 if calling from overseas) or through their website www.computershare.com.au/easyupdate/SVC



## **Timetable**

The timetable for the sale of Unmarketable Parcels of shares is as follows:

Record Date 9th July 2012

Notice Date 11th July 2012

Closing Date 22<sup>nd</sup> August 2012

Sale Consideration distribution

As soon as practicable – expected within 4 weeks of

Closing Date, no more than 6 weeks.

Please note the above timetable may be amended at any time by SVC. SVC reserves the right, for any reason, to extend the Closing Date, or to terminate or suspend the arrangements outlined in this Notice. Any such changes will be notified by way of a market announcement on ASX. Information on the market price of SVC shares is available from the ASX website www.asx.com.au under the code 'SVC'.

## **Authority for sale of Unmarketable Parcels**

The Company's Constitution authorises the sale of shares held by Minority Members using the process outlined in this Notice and the Company is deemed to have been appointed the agent of each Minority Member to sell their Unmarketable Parcel of shares for a price not less than the Minimum Sale Price and to receive and pay them their proportion of the total Sale Consideration. This authority lapses six weeks after the Closing Date, no sales under the process outlines in this Notice will take place after this six week period has lapsed.

## Other important information

If you have any general questions regarding the sale of Unmarketable Parcels of shares please contact Computershare on 1300 798 196 (within Australia) or +61 3 9415 4000 (outside Australia).

However, SVC, Computershare, nor Alto Capital makes any recommendation or gives any advice to you regarding whether to retain your shares or permit them to be sold.

If you are in any doubt about the impact of this Notice, or if you require further information in relation to the possible taxation implications of your Unmarketable Parcel of shares, please consult your legal, financial or taxation adviser.

Yours Sincerely,

Richard Pritchard

Chairman and joint Company Secretary

**SVC Group Limited** 



# **Computershare**

#### All correspondence to:

Computershare Investor Services Pty Limited GPO Box 52 Melbourne Victoria 3001 Australia Enquiries (within Australia) 1300 798 196 (outside Australia) +61 3 9415 4000

MR JOHN SMITH 1 FLAT 123 123 SAMPLE STREET THE SAMPLE HILL SAMPLE ESTATE SAMPLEVILLE VIC 3030 Securityholder Reference Number (SRN)



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Use a <u>black</u> pen. Print in CAPITAL letters inside the grey areas.



1 2 3

Where a choice is required, mark the box with an 'X'

X

For your security keep your SRN/HIN confidential.

## **Unmarketable Parcels Share Sale Facility - Share Retention Form**

#### **IMPORTANT:**

This is an important document and requires your immediate attention. If you wish to retain your ordinary shares ("Shares") in the Company, you must complete this form and return it so that it is received by no later than 5:00pm (AEST) on 22 August 2012. You should also refer to the detailed terms and conditions and other documents that accompanied this form. If you are in any doubt as to how to deal with this form, please consult a professional advisor.

B Number of Shares as at Record Date

The number of Shares that you held at 7:00pm AEST 9 July 2012.

XXXXXXXX

C Retention of Shares

X

I/we refer to the notice from the Company dated 11 July 2012 and record my/our wish to retain my/our Shares.

Contact details

Please provide your contact details in case we need to speak to you about this form.

Name of contact person

Contact person's daytime telephone number						

Sign here - this section must be signed before we can process this form.

By signing and returning this form, I/we confirm that I/we understand that my/our Shares will not be sold under the Small Holding Sale Facility.

Individual or Shareholder 1

Sole Director and Sole Company Secretary

Director

Shareholder 2

Shareholder 3

**Director/Company Secretary** 

Day Month Year

TO BE A VALID INSTRUCTION, THIS FORM MUST BE RECEIVED BY NO LATER THAN 5:00PM (AEST) ON 22 AUGUST 2012





## How to complete this form

Shareholders who wish to retain their shares must lodge a Share Retention form.

A Registration Name(s)

Your name and address as it appears on the register of SVC Group Limited.

Number of Shares as at Record Date

This is the total number of Shares you held at 7:00pm (AEST) 9 July 2012.

**C** Retention of Shares

If you would like to retain your shares, please mark the box on the front of the form and return it in accordance with the lodgement instructions below.

If this form is not received by that time, and you have not otherwise validly notified the Company that you wish to retain your Shares by that time, the Company will be entitled to have your Shares sold for you.

If you wish to sell your Shares under the Unmarketable Parcels Share Sale Facility, you should not complete this form.

Contact details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding this form

E Signature(s)

You must sign and date the form as follows in the space provided:

Joint holding: where the holding is in more than one name all of the

shareholders must sign.

Companies: where the company has a Sole Director who is also

the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate

place to indicate the office held.

### Consolidation of shareholdings

If you have more than one holding on SVC Group Limited register and you do not sell your Shares under the Unmarketable Parcels Share Sale Facility, you should consider consolidating them. For further advice in this regard, please contact Computershare Investor Services Pty Limited ('CIS') on 1300 798 196 (within Australia) or +61 3 9415 4000 (outside Australia).

#### **Lodgement of Form**

If you wish to retain your Shares, this Share Retention Form must be completed and received by CIS Melbourne by no later than 5:00pm (AEST) on 22 August 2012.

It is your responsibility to allow sufficient time for this form to be received by CIS. [A reply paid envelope is enclosed for posting from within Australia.]

Your Share Retention Form must be sent to:

SVC Group Limited c/- Computershare Investor Services Pty Limited GPO Box 52 MELBOURNE VIC 3001

Neither CIS nor the Company accepts any responsibility if you lodge the Share Retention Form at any other address or by any other means.

## **Privacy Statement**

Personal information is collected on this form by CIS, as registrar for the Company, for the purpose of effecting your instructions in relation to the Unmarketable Parcels Share Sale Facility, maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to the Company and its professional advisers, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the Company in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail privacy@computershare.com.au

If you have any enquiries concerning your Shareholding please contact CIS on telephone 1300 798 196.

This form may not be used to notify your change of address. For information please contact CIS on 1300 798 196 or visit the share registry at www.computershare.com