



18 April 2013

Dear Option Holder,

**Consegna Group Limited - Options Rights Issue**

Consegna Group Limited (**Consegna** or **Company**) has announced an opportunity for holders of ordinary shares in the Company (**Shareholders**) with a registered address in Australia or New Zealand (**Eligible Shareholders**) as at 7:00 p.m. AEST on 29 April, 2013 (**Record Date**) to participate in a non-renounceable pro rata options rights issue (**Rights Issue** or **the Offer**).

Pursuant to the Rights Issue the Company will issue up to approximately 95,400,000 options in the Company with an exercise price of \$0.06 and an expiry date of 30 April 2017 (**New Options**). New Options will be issued at an issue price of \$0.004 per New Option raising approximately \$382,000. The Offer is fully underwritten by Peloton Capital ACN 149 540 018 AFSL 406040 (**Underwriter**). The New Options will be offered to Eligible Shareholders on the basis of one (1) New Option for every three (3) fully paid ordinary shares (Shares) held in the Company as at the Record Date (**Entitlement**). Fractional Entitlements will be rounded up to the nearest whole number of New Options.

Currently, Consegna has you on record as an existing holder of options to subscribe for ordinary shares in the Company (**Existing Options**). You will not be able to participate in the Rights Issue in respect of these Existing Options unless you exercise the Existing Options and you are registered as a holder of the underlying Shares by 7:00 pm AEST on 29 April 2013. You may exercise your Existing Options by following the exercise instructions in accordance with the terms of issue of your Existing Options. If you do not wish to participate in the Rights Issue in respect of your Existing Options, you do not need to take any action. If you are in any doubt as to the action you should take in relation to this notice, you should consult your preferred professional adviser immediately.

Further details of the Rights Issue are contained in the Prospectus lodged with ASIC and ASX on 18 April 2013. If you are an Eligible Shareholder on the Record Date you will be able to participate in the Rights Issue by completing your Entitlement and Acceptance Form that will accompany the Prospectus. A copy of the Prospectus will be mailed to all Eligible Shareholders on 3 May 2013 and can be downloaded from the ASX or Company website.

The timetable and important dates of the Rights Issue are set out below.

| <b>Key Event</b>  | <b>Date</b>   |
|---|---------------|
| Prospectus lodged with ASIC and ASX   | 18 April 2013 |
| Ex-date for Offer   | 22 April 2013 |
| Record Date to determine entitlement to participate in offer                        | 29 April 2013 |
| Prospectus and Entitlement and Acceptance Forms despatched to Eligible Shareholders | 3 May 2013    |
| Offer Opens   | 3 May 2013    |
| Offer Closes  | 17 May 2013   |
| Securities quoted on a deferred settlement basis                                    | 20 May 2013   |
| Shortfall notice lodged with ASX  | 22 May 2013   |
| Allotment of options and despatch of holding statements for options                 | 27 May 2013   |
| Official quotation of options on ASX expected to commence                           | 28 May 2013   |

These dates are indicative only and are subject to change. The Company, in conjunction with the Underwriter, reserves the right to amend this timetable including, subject to the Corporations Act and Listing Rules: to extend the Closing Date; to accept Entitlement and Acceptance Forms after the Closing Date, either generally or in particular cases; or to cancel the Rights Issue without prior notice.

The Offer closes at 7:00pm (AEST) on 17 May 2013. If you have any questions relating this Rights Issue please contact the Company Secretary, Justyn Stedwell, on 03 9 824 5254 during business hours.

### **Important Information**

Further details of the Offer, including the underwriting terms and details of how Eligible Shareholders can participate in the Offer, are set out in the Prospectus. Investors should read the Prospectus carefully before making any investment decision regarding whether to participate in the Offer. Persons wanting to acquire options under the Offer will have to complete the Entitlement and Acceptance Form that will be in or will accompany the Prospectus.

Yours faithfully

Justyn Stedwell

**Company Secretary**

On behalf of the Board of Directors

Consegna Group Limited