

**27 June 2016**

ASX Market Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

**By electronic lodgement**

### **Requisition of shareholders meeting**

Pursuant to Listing Rule 3.17A.1, McAleese Limited (**McAleese** or **Company**) advises that it has received a notice under section 249D of the Corporations Act (**Notice**) from Havenfresh Pty Ltd (**Havenfresh**), an approximate 7% shareholder in McAleese, requisitioning a meeting of shareholders. A copy of the Notice is attached.

The resolutions proposed in the Notice include the removal of each of the directors of McAleese other than Mr Gilberto Maggiolo. Mr Maggiolo is a director of both Havenfresh and McAleese. Despite extensive deliberations by the Board on the Company's proposed recapitalisation over many months, the Board was not informed of Mr Maggiolo's position on the recapitalisation until 21 June 2016.

The Notice also proposes resolutions regarding the appointments of Mssrs John William Paul Garaty, Harold Keith Price and Russell William Shields as directors of the Company.

Subsequent to receipt of the Notice by the Company, Mr Garaty notified the Company that he has withdrawn his consent to act as a director although Havenfresh has not informed McAleese of this.

McAleese confirms that the heads of agreement announced on 7 June 2016 is legally binding on all parties to it. The acquisition of McAleese's existing senior debt by the SC Lowy Consortium is expected to occur in late June 2016.

The Board is considering its obligations with respect to the Notice and will provide an update in due course.

**Ends**

# McAleese Limited ACN 156 354 068

## Notice

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To: McAleese Limited ACN 156 354 068 (**Company**)

This notice has been prepared by Havenfresh Pty Ltd ACN 077 586 424 (**Havenfresh**). Havenfresh is concerned about the proposed refinancing of the Company's existing debt facilities and the recapitalisation proposal announced by the Company on 7 June 2016. Havenfresh does not believe either of these proposed transactions are in the best interests of the Company or its shareholders.

Havenfresh (being a member of the Company with at least 5% of the votes that may be cast) gives notice under section 249D of the *Corporations Act 2001* (Cth) that it requests the directors of the Company to call and arrange to hold a general meeting (**Meeting**) and that each of the resolutions set out below is to be proposed at the Meeting as an ordinary resolution:

- (a) that Mark Rowsthorn be removed as a director of the Company, with immediate effect;
- (b) that Wayne Kent be removed as a director of the Company, with immediate effect;
- (c) that Donald Telford be removed as a director of the Company, with immediate effect;
- (d) that Kerry Gleeson be removed as a director of the Company, with immediate effect;
- (e) that Warren Saxelby be removed as a director of the Company, with immediate effect;
- (f) that John William Paul Garaty be appointed as a director of the Company, with immediate effect;
- (g) that Harold Keith Price be appointed as a director of the Company, with immediate effect; and
- (h) that Russell William Shields be appointed as a director of the Company with immediate effect.

Dated: 23 June 2016.

Signed for and on behalf of  
Havenfresh Pty Ltd ACN 077 586 424 under Power  
of Attorney in the presence of:

^  \_\_\_\_\_  
Signature of witness

^ Amanda Mason \_\_\_\_\_  
Name of witness (print)

^  \_\_\_\_\_  
Signature of Attorney

^ Antonio Bossio \_\_\_\_\_  
Full name of Attorney