

## ASX Announcement

4 August 2014

### WOOLWORTHS TAKEOVER BID FOR COUNTRY ROAD – NOTICE OF STATUS OF DEFEATING CONDITIONS

We enclose, by way of service pursuant to section 630(5)(b) of the *Corporations Act 2001* (Cth), the notice of the status of the defeating conditions to the offers required by section 630(3) of the *Corporations Act 2001* (Cth) in relation to the takeover offers by Woolworths International (Australia) II Pty Ltd ACN 600 437 063 for all the shares in Country Road Limited ACN 006 759 182.

The takeover offers are scheduled to close at 7.00pm (Sydney time) on 11 August 2014.

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**WOOLWORTHS INTERNATIONAL (AUSTRALIA) II PTY LTD TAKEOVER BID FOR COUNTRY ROAD LIMITED**

**NOTICE OF STATUS OF DEFEATING CONDITIONS: SECTION 630(3) OF THE CORPORATIONS ACT**

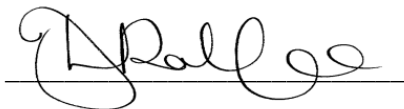
To: Country Road Limited (ACN 006 759 182) (**Country Road**)

ASX Limited (ACN 008 624 691)

Woolworths International (Australia) II Pty Ltd ACN 600 437 063 has made offers under an off-market takeover bid for all the shares in Country Road (**Offers**). The Offers are contained in a bidder's statement dated 7 July 2014 (**Bidder's Statement**).

For the purposes of section 630(3) of the *Corporations Act 2001* (Cth), Woolworths International (Australia) II Pty Ltd ACN 600 437 063 gives notice that:

1. it has freed the Offers from the conditions in sections 10.7(c) and 10.7(d) of the Bidder's Statement;
2. so far as it knows, the conditions in sections 10.7(a) and 10.7(b) of the Bidder's Statement were fulfilled and the Offers are therefore unconditional; and
3. its voting power in Country Road is 99.92%.



Janine Rolfe

Director

Dated: 4 August 2014