

ASX RELEASE

18 August 2014

SFG AUSTRALIA LIMITED
ASX RELEASE
(ASX: SFW)

SFG AUSTRALIA SCHEME OF ARRANGEMENT
RESULTS OF THE SCHEME CONSIDERATION ELECTIONS

Under the SFG Australia Limited (**SFGA**) Scheme of Arrangement where IOOF Holdings Limited (**IOOF**) will acquire 100% of the ordinary shares in SFGA (**Scheme**), SFGA shareholders could elect to receive their Scheme Consideration as:

- Share Consideration: IOOF shares only; or
- Maximum Cash Consideration: a cash alternative, which may be entirely cash or a combination of cash and IOOF shares depending on the elections made by other SFGA shareholders.

Elections as to the form of Scheme Consideration closed at 5.00pm Thursday 14 August 2014.

SFGA announces that as the Maximum Cash Consideration amount did not exceed the aggregate cap of \$100 million following the elections by SFGA shareholders, there will be no proportional scale back of the Maximum Cash Consideration.

SFGA shareholders who elected to receive their Scheme Consideration in Maximum Cash Consideration will receive AUD 88.92 cents per share in SFGA based on the IOOF VWAP of \$8.55.

SFGA shareholders (other than Ineligible Overseas Shareholders) who elected to receive all of their Scheme Consideration in Share Consideration, or who did not make an election, will receive 0.104 IOOF shares per SFGA share as their Scheme Consideration.

Ineligible Overseas Shareholders will have the new IOOF shares to which they would otherwise have been entitled issued to a Sale Nominee appointed by IOOF for sale, and will receive the proportionate net proceeds of the sale of those new IOOF shares. Further details are set out in section 3.5(m) of the Explanatory Memorandum.

Payment of Consideration

Payment of the Maximum Cash Consideration and the issue of new IOOF shares will occur on Wednesday 20 August 2014.

Dispatch of statements confirming the payment and allotment of the new IOOF shares will also occur on Wednesday 20 August 2014.

New IOOF shares commenced trading on a deferred settlement basis on Thursday 7 August 2014. It is the responsibility of each new IOOF shareholder to confirm their holding before trading in new IOOF shares to avoid the risk of selling shares they do not own.

Trading in new IOOF shares is expected to commence on a normal settlement basis on Thursday 21 August 2014.

Shareholder Information Line

SFGA shareholders who have questions about the Scheme can call the SFGA Shareholder Information Line on 1800 425 578 (within Australia) or on +61 1800 425 578 (outside Australia) on business days between 8.30am and 5.30pm (Sydney time).

For shareholder enquiries please contact:

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About SFG Australia Limited

SFG Australia is a leading non-aligned client focused financial advice and end-to-end wealth management firm, listed on the Australian Securities Exchange (ASX: SFW).

SFG Australia provides a full range of wealth management services to high net worth and affluent clients, including strategic financial advice, portfolio administration solutions, portfolio construction and management services, insurance (both general and risk) solutions, finance broking, stockbroking, corporate superannuation services, accounting and tax services.

