

# WridgWays Australia Limited

ACN 079 887 728

## Wridgways releases Scheme Booklet

19 October 2010

Wridgways Australia Limited (**Wridgways**) announces that the Scheme Booklet in relation to the proposed Scheme of Arrangement under which an Australian wholly-owned subsidiary of Santa Fe Holdings Limited, Santa Fe Moving & Relocation Services Australia Pty. Ltd., will acquire all of the issued shares in Wridgways, has been registered with ASIC. A copy of the Scheme Booklet as registered with ASIC is attached.

The Scheme Booklet will be mailed to shareholders on or about Monday, 25 October 2010 and includes notices convening the Scheme Meeting and the Annual General Meeting.

The Scheme Meeting will be held at 11.30am (Sydney time) on Thursday, 25 November 2010 at PricewaterhouseCoopers, Level 10, Darling Park Tower 2, 201 Sussex Street, Sydney, New South Wales.

The Annual General Meeting will be also be held at the later of 12.00 noon (Sydney time) and the conclusion or adjournment of the Scheme Meeting on Thursday, 25 November 2010 at the same location. The Annual General Meeting will consider a special resolution in relation to financial assistance in respect of a discretionary special dividend, as more fully described below.

The Scheme Booklet contains a Report by the Independent Expert, BDO Securities (NSW-VIC) Pty Ltd, which concludes that the Scheme is fair and reasonable and in the best interests of Wridgways shareholders.

The Board of Wridgways is considering the payment of a fully franked dividend in the range of \$0.40 - \$0.42 cents per share (the **Discretionary Special Dividend**), if the Scheme is approved by both Wridgways shareholders and the Court and subject also to shareholders approving the financial assistance resolution relating to the payment of the Discretionary Special Dividend. The Board will determine (in its absolute discretion) whether or not to declare and pay the Discretionary Special Dividend after taking into account Wridgways' retained earnings and its ability to fund the proposed dividend payment. The finally determined amount and other payment details concerning the Discretionary Special Dividend will, if applicable, be announced after the Court has approved the Scheme.

If the Discretionary Special Dividend is paid to Wridgways' shareholders, then the cash amount of that dividend will reduce the price per share paid by Santa Fe, but shareholders will still receive the same aggregate cash amount from the two sources (the Scheme payment and the Discretionary Special Dividend), being \$2.80 in cash per share.

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## WridgWays Australia Limited

Wridgways has received a draft version of a Class Ruling from the Australian Taxation Office (**ATO**) on the key tax issues that may impact on Wridgways' shareholders as a result of receiving the final dividend (which was paid on 6 October 2010) and the Discretionary Special Dividend (if applicable). Details of the draft version of the Class Ruling are set out in the Scheme Booklet. The draft version of the Class Ruling may not be relied upon by Wridgways shareholders until such time as it is issued in final form by the ATO, which is expected to occur after the implementation date of the Scheme. Wridgways will display the final version of the Class Ruling on the Wridgways web site, when it becomes available.

The Board of Wridgways unanimously recommends that Wridgways' shareholders vote in favour of, and approve, the Scheme, in the absence of a superior proposal. Subject to that qualification, each Director of Wridgways intends to vote all the Wridgways shares in which they have a relevant interest, and in respect of which they have the power to vote, in favour of the Scheme.

The Board believes that the Scheme is a matter of importance for all Wridgways shareholders and therefore urges Wridgways shareholders to vote on the Scheme at the Scheme Meeting.

If you have any questions concerning the Scheme, please consult your legal, financial or other professional advisor or call the Wridgways Shareholder Information line on 1300 610 241 (within Australia) or +61 3 9938 4358 (international).

For further information, please contact:

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