



DuluxGroup Limited
ABN 42 133 404 065

ASX Announcement

21 September 2012

DULUXGROUP'S OFFER REACHES 50.1% SUPPORT¹

DuluxGroup Limited (**DuluxGroup**) provides the following update in relation to acceptances under its takeover offer for Alesco Corporation Limited (**Alesco**).

During the course of today, DuluxGroup has received further acceptances such that the total of DuluxGroup's relevant interest in Alesco and acceptance instructions under DuluxGroup's institutional acceptance facility (**IAF**) is now 50.2%.

This is a clear demonstration of support for DuluxGroup's offer from shareholders holding **the majority of Alesco's shares**. The attractiveness of the 46% cash premium being offered by DuluxGroup has proved compelling. Alesco's largest shareholders have either sold their shares to DuluxGroup or tendered into DuluxGroup's IAF. DuluxGroup is also seeing increasing acceptance momentum from retail shareholders.

DuluxGroup has previously stated that it will declare its offer unconditional on or after 1 October 2012 if it has 50.1% at that time², in the absence of an Alesco board recommendation. Consequently, DuluxGroup will declare the offer unconditional to take control of Alesco on 1 October 2012 unless there is an agreement between DuluxGroup and Alesco regarding an Alesco board recommendation before then and provided the total of DuluxGroup's relevant interest and acceptance instructions under the Institutional Acceptance Facility is above 50.1% on that date³.

DuluxGroup notes that the Alesco Board has previously undertaken to update Alesco shareholders and the market on its recommendation next week and encourages the Alesco Board to **recommend DuluxGroup's offer** and agree terms to allow for the additional \$0.12 per share of franking credits to be distributed to Alesco shareholders⁴.

DuluxGroup Managing Director, Patrick Houlihan, said: "Alesco's shareholders have spoken - shareholders holding the majority of Alesco shares have shown their clear support for the DuluxGroup offer. It's now time for the Alesco Board to recommend our offer. If the Alesco board recommends our offer before 1 October, the parties can reach agreement to deliver the additional franking credits to Alesco shareholders. DuluxGroup remains encouraged by the comments of Alesco's Chairman, Mark Luby, that Alesco has kept its options open and is willing to talk to us. We are ready to engage with the Alesco board immediately."

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¹ Including DuluxGroup's relevant interest and acceptance instructions under the Institutional Acceptance Facility.

² Defined as above. Until the offer is declared unconditional, DuluxGroup reserves the right to waive or rely on breaches of conditions.

³ DuluxGroup notes that certain shareholders may have limited withdrawal rights under the offer and IAF acceptance instructions may be able to be withdrawn under the terms of the IAF before the offer is declared unconditional. Until the offer is declared unconditional, DuluxGroup reserves the right to waive or rely on breaches of conditions.

⁴ If an additional dividend is declared and payable by Alesco, the cash payable by DuluxGroup to shareholders who accept the offer will be reduced by the amount of the additional dividend, and shareholders on the Alesco register on the relevant record date would receive the additional dividend. Alesco shareholders should note that the ability to use franking credits and the exact post tax value achieved by Alesco shareholders will depend on their individual tax circumstances. Accordingly, Alesco shareholders should consult their tax or financial adviser on these matters.