

30 April 2018

BAF announces transition of Board to a majority of Independent Directors and an Independent Chair

BAF today announces that it intends to make an orderly transition to a majority independent Board and Independent Non-Executive Chair.

As a first step in implementing this change Lachlan McMurdo, who is an Executive Director of BAF, today resigned from the Board effective immediately. This brings the current composition of the Board to two Independent Directors and two Executive Directors. The Board will immediately commence a search for an additional Independent Director. The appointment of an additional Independent Director will bring the Board composition to majority independent. At that time the role of Chair will also be transitioned to an Independent Director. It is intended that these changes will be in place no later than the 2018 BAF AGM in mid-October.

The Board would like to thank Lachlan McMurdo for his contribution during his tenure as an Executive Director. Lachlan will continue in his position of Investment Director within the Growth Capital division of Blue Sky Alternative Investments Limited (ASX: BLA).

BAF announces on market share buy-back program

BAF today announces that it intends to conduct an on-market share buy-back.

Under the share buy-back program, BAF proposes to acquire up to 10% of the lowest number of ordinary shares on issue during the last 12 months, being up to approximately 17 million shares, in compliance with the '10/12' limit permitted by the *Corporations Act 2001* (Cth). Accordingly, the on market buy back will not require shareholder approval.

The share buy-back is expected to commence from 16 May 2018 and will remain open for 12 months.

The objective of the buy-back is to maximise total shareholder returns over the next 12 months given BAF's current share price is trading at a material discount to NTA. The buy-back will be funded from BAF's existing cash position as well as future cash flows. The number of shares acquired under the buy-back will depend on the prevailing market price of BAF shares and other factors determined at the discretion of the BAF Board, including requirements under the Corporations Act and the ASX Listing Rules.

BAF reserves the right to vary, suspend or terminate the on-market buy-back program at any time.

In accordance with the ASX Listing Rules, an Appendix 3C in relation to the buy-back is attached.

For more information, please contact:

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Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Blue Sky Alternatives Access Fund Limited	47 168 941 704

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	On-Market Buy Back
2	⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One-for-one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the ⁺ class on issue	214,564,490
6	Whether shareholder/unitholder approval is required for buy-back	No
7	Reason for buy-back	To maximise total shareholder returns over the next 12 months

⁺ See chapter 19 for defined terms.

8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)

None, apart from any information publicly disclosed by the company through ASX on or prior to the date of this notice.

On-market buy-back

9 Name of broker who will act on the company's behalf

Ord Minnett

10 Deleted 30/9/2001.

11 If the company/trust intends to buy back a maximum number of shares - that number

Note: This requires a figure to be included, not a percentage.

Up to 17,114,668 shares (being approximately 10% of the smallest number of votes attaching to voting shares of the company at any time during the last 12 months).

12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention

The company intends to buy back shares over a 12 month period commencing on 16 May 2018

The company reserves the right to vary, suspend or terminate the buy-back program at any time.

13 If the company/trust intends to buy back shares/units if conditions are met - those conditions

N/A

Employee share scheme buy-back

14 Number of shares proposed to be bought back

N/A

15 Price to be offered for shares

N/A

Selective buy-back

- 16 Name of person or description of class of person whose shares are proposed to be bought back
- 17 Number of shares proposed to be bought back
- 18 Price to be offered for shares

Equal access scheme

- 19 Percentage of shares proposed to be bought back
- 20 Total number of shares proposed to be bought back if all offers are accepted
- 21 Price to be offered for shares
- 22 ⁺Record date for participation in offer
Cross reference: Appendix 7A, clause 9.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  Date: 30 April 2018
(Director/Company secretary)

Print name: Leyya Taylor
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⁺ See chapter 19 for defined terms.