



**HRL Holdings Limited**

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**17 February 2017**

[Name of security holder]  
[Security holder's address]

Dear Shareholder

**HRL Holdings Limited ACN 120 896 371 - non-renounceable rights issue - notice to security holders**

HRL Holdings Limited (**HRL**) is pleased to announce a non-renounceable rights issue to eligible shareholders, on the basis of 4 new Shares for each 11 Shares held by Shareholder as at the Record Date to raise a maximum of \$5,778,292 based on HRL's undiluted share capital (**Rights Issue**). Approximately 57,782,920 fully paid ordinary shares will be offered under the Rights Issue. The Rights Issue will be available to all registered shareholders who hold shares on 24 February 2017 with registered addresses in Australia and New Zealand (**Eligible Shareholders**).

In accordance with the Listing Rules of the ASX, HRL Holdings Limited has considered the number of shareholders with registered addresses in various jurisdictions outside of Australia and New Zealand and the size of the shareholdings held by those shareholders. Taking this into consideration, as well as the costs of complying with the legal requirements and the requirements of the regulatory authorities relating to the shareholders with registered addresses in various jurisdictions outside of Australia and New Zealand the Company has formed the view that it is unreasonable to extend the Rights Issue to those shareholders. Accordingly, shareholders outside of Australia and New Zealand, will not be entitled to participate in the Rights Issue.

The purpose of the Rights Issue is to raise approximately \$5,778,292, including the costs of the Rights Issue. The funds raised from the Rights Issue will be used to finance the acquisition of two businesses, Morrison Geotechnical Services and Integrated Holdings Ltd, to repay debt and for general working capital purposes. The offer is underwritten to \$5m (50,000,000 shares) by Canaccord Genuity (Australia) Limited.

A proposed timetable for the Rights Issue is set out in the table below:

Event	Date
1. Announcement of Rights Issue.	16 February 2017
2. Appendix 3B lodged with ASX	16 February 2017
3. Offer Prospectus lodged with ASX	17 February 2017
4. Notice of Rights Issue sent to shareholders	20 February 2017
5. Shares commence trading on an ex basis	23 February 2017
6. Record Date for the Rights Issue (7.00pm Sydney time)	24 February 2017
7. Despatch Offer Prospectus to shareholders and entitlement and acceptance form to shareholders and despatch announced to ASX	28 February 2017
8. Opening date of Rights Issue (9.00am Sydney time)	28 February 2017
9. Closing date of Rights Issue (5.00pm Sydney time)	14 March 2017
10. Shares commence trading on deferred settlement basis	15 March 2017
11. Advise ASX of any shortfall	17 March 2017
12. Allotment of New Shares under Rights Issue	21 March 2017
13. Despatch of holding statements for New Shares and deferred settlement trading ends	22 March 2017
14. Normal trading of New Shares on ASX begins	22 March 2017

This timetable is indicative only and may be subject to change subject to the requirements of the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules.



The Rights Issue is being made pursuant to a disclosure document to be issued in accordance with section 713 of the Corporations Act. HRL will prepare and send an offer document prospectus to shareholders on 28 February 2017, as set out in the timetable above. The Offer Prospectus has been lodged with ASIC and ASX on 17 February 2017 and is available on the Company's website <http://www.hrlholdings.com> and the ASX website.

### **Further information**

The Company anticipates that approximately 57,782,920 New Shares will be issued under the offer. The New Shares will be issued for \$0.10 each.

Upon completion of the Rights Issue, and assuming it is fully subscribed, the issued capital of HRL will comprise approximately 216,685,951 shares.

The New Shares will rank equally in all respects with HRL's existing shares. If an eligible shareholder's entitlement results in a fraction of a New Share, the shareholder's entitlement will be rounded up to the nearest whole number.

There will be no deferred settlement trading in respect of the New Shares to be issued under the Rights Issue. Trading in the New Shares is expected to commence on 22 March 2017, the first business day following the issue of the New Shares.

An Appendix 3B applying for quotation of the New Shares was lodged with ASX on 16 February 2017.

HRL encourages all eligible shareholders to participate in the capital raising.

Yours faithfully

Darren Anderson  
Director