



REAL ESTATE
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14 November 2018

ASX MARKET RELEASE

TOP LEVEL ACQUISITION UPDATE

The Board of The Agency Group Australia Limited (“AU1”) advises that it is progressing towards completion of its acquisition of Top Level Pty Ltd (“Top Level”). On 17 October 2018, it released its Notice of Meeting for the purpose of seeking approval to the acquisition.

The Directors are now in the process of finalising a prospectus for the offer of AU1 shares to the Top Level shareholders in accordance with the agreed terms for the acquisition of Top Level. AU1 is preparing an updated pro forma balance sheet based upon financial information as at 31 August 2018 to be included in the prospectus. The Board believes that this information should be provided to its shareholders to assist them in voting in respect of the resolutions in the Notice of Meeting which relate to the Top Level acquisition.

For this reason, the Board has resolved to provide this information to shareholders by way of an Addendum to the Notice of Meeting and seek to adjourn Resolutions 1 to 13 to 28 November 2018 (the same date as AU1’s annual general meeting). The consolidation of capital and completion of Top Level will be deferred for a corresponding period of time. Resolution 14 will be put to shareholders on Thursday, 15 November 2018, as originally planned.

Set out below is an updated timetable for the acquisition.

Event	Indicative Timing*
Dispatch of Notice of Meeting	17 October 2018
General Meeting of Shareholders ASX notified whether Shareholders’ approval has been granted for the Resolutions	28 November 2018
Capital Raising completed	12 December 2018

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Subject to Directors' satisfaction that the conditions precedent in Amended and Restated Option Agreement are satisfied (or waived in accordance with its terms), Settlement, of the Acquisition including issue of the Shares contemplated by this Notice	17 December 2018
Commencement of trading of Shares on ASX	18 December 2018

AU1 anticipates releasing its Addendum to shareholders and ASX later this week.

If you require further information, please contact:

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