



17 June 2014

By E-Lodgement

National Stock Exchange of Australia
Level 2, 117 Scott Street
Newcastle NSW 2300

Change in substantial shareholder

The Board of Vertua has today been made aware of a transaction by which Hammond & Simonds Pty Ltd (H&S) has entered into a conditional Sale Agreement to dispose of 1,432,980 shares in the company to a subsidiary of Joe Public Ltd (Joe Public) for a total consideration of \$171,957.60. This represents a price of \$0.12 per Vertua share.

As a consequence of the conditional Sale Agreement, Joe Public's proportional takeover offer for the company's shares is varied with the price per share increased to \$0.12 per share (but other conditions of the offer remain unchanged).

Completion of the conditional sale by H&S to Joe Public is dependent on the satisfaction of a number of conditions precedent including:

- a. The company issuing a cleansing notice in relation to the sale (allowing Joe Public to on sell the shares should it so wish);
- b. None of the defeating conditions specified in the takeover offer from Joe Public having occurred;
- c. H&S withdrawing its request to convene a general meeting to vary the Board of Directors of the company; and
- d. The company's Directors recommending that the company's shareholders accept Joe Public's takeover offer.

The Board of the company is due to meet shortly to consider its response to the conditional sale arrangement and will update the market as soon as possible as to its intentions.

Yours faithfully,

Howard Woolcott
Company Secretary

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