



## WINPAR HOLDINGS LIMITED

ACN 003 035 523

GPO Box 4248  
Sydney  
New South Wales 2001  
16 February 2018

Company Announcement Office  
National Stock Exchange of Australia

### **Winpar Holdings Ltd (NSX:WPH)**

### **Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth)**

This notice is given by Winpar Holdings Ltd (ACN 003 035 523) (**Winpar**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

As announced on 5 February 2018, on 30 November 2017 Winpar made an offer to eligible shareholders of Penrose Club Holdings Limited (ACN 001 371 204) (**Penrose**) (**Penrose Shareholders**) to acquire all of their shares in Penrose in consideration for \$13.00 cash and 20 shares in Winpar for each share in Penrose (**Offer**). Based on the acceptances of the Offer, and as announced on 16 February 2018, Winpar issued 237,940 fully paid ordinary shares (**New Shares**) to former Penrose Shareholders.

Winpar provides notice that:

1. it issued the New Shares without disclosure to Penrose Shareholders under Part 6D.2 of the Corporations Act;
2. this notice is being given under section 708A(5)(e) of the Corporations Act;
3. as at the date of this notice, Winpar has complied with:

- a. the provisions of Chapter 2M of the Corporations Act as they apply to Winpar; and
  - b. section 674 of the Corporations Act; and
4. as at the date of this notice, there is no information that is 'excluded information' within the meaning of sections 708A(7) or 708A(8) of the Corporations Act which is required to be set out in this notice under section 708A(6) of the Corporations Act.

Gordon Elkington  
Secretary