



ASX

AUSTRALIAN SECURITIES EXCHANGE

ASX Circular

**Date:** 31 July 2013

**Key topics**

1. Steadfast Group Limited
2. Ordinary shares (ASX code: SDF)
3. Quotation expected to commence at 12:00 pm A.E.S.T. on Friday, 2 August 2013 on a conditional and deferred settlement basis

**Reading List**

Client Advisers  
 Corporate Advisory  
 DTR Operators  
 Institutions  
 Listing Officers  
 ASX Settlement Participants  
 Office Managers  
 Operations Managers (back office)  
 Research Analysts  
 Share Registries  
 ASX Clear Participants    Market Participants

**Market Participants**

**Authorised by**

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**STEADFAST GROUP LIMITED – ADMISSION AND COMMENCEMENT OF OFFICIAL QUOTATION**

It is anticipated that Steadfast Group Limited (the "Company") will be admitted to the official list of ASX Limited ("ASX") on the morning of Friday, 2 August 2013.

Official quotation of the Company's shares is expected to commence at 12:00 pm A.E.S.T on Friday, 2 August 2013 on a conditional and deferred settlement basis.

<b><u>Quoted Securities:</u></b>	Up to 545,100,000 fully paid ordinary shares at an issue price of between \$1.00 and \$1.20 per share
<b><u>ASX Code:</u></b>	SDF
<b><u>Time:</u></b>	12:00 pm A.E.S.T.
<b><u>Date:</u></b>	2 August 2013
<b><u>ASX Trade Abbreviation:</u></b>	STEADFAST
<b><u>ISIN:</u></b>	AU000000SDF8
<b><u>Home Branch:</u></b>	Sydney
<b><u>Industry Classification:</u></b>	4030 – Insurance
<b><u>Registered and Corporate Office:</u></b>	Level 3 97-99 Bathurst Street Sydney NSW 2000
	Phone: (02) 9495 6500 Fax: (02) 9495 6565
<b><u>Company Secretaries:</u></b>	Linda Ellis and Peter Roberts
<b><u>Share Registry:</u></b>	Link Market Services Ltd Level 12 680 George Street Sydney South NSW 2000
	Phone: (02) 8280 7111 Fax: (02) 9287 0303
<b><u>Balance Date:</u></b>	30 June
<b><u>CHESS:</u></b>	Participating. The Company will also operate an issuer sponsored sub-register.

<u>State of Incorporation:</u>	New South Wales
<u>Activities:</u>	Insurance broking and underwriting services
<u>Dividend Policy:</u>	Refer to section 4.8.1 of the Company's replacement prospectus dated 11 July 2013 (the "Prospectus")
<u>Joint Lead Managers:</u>	J.P. Morgan Australia Limited Level 18 J.P. Morgan House 85 Castlereagh Street Sydney NSW 2000  Macquarie Capital (Australia) Limited No. 1 Martin Place Sydney NSW 2000
<u>ASX Restricted Securities:</u>	Nil
<u>Securities not quoted:</u>	1,395 Preferred Capital Shares

#### CONDITIONAL AND DEFERRED SETTLEMENT TRADING

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are (i) the settlement of the offer under the Prospectus; (ii) the completion of acquisitions representing at least 93% of the aggregate purchase price of all Acquisitions (as referred to in Section 7.4 of the Prospectus); and (iii) the issue by the Company of shares to successful applicants under the Prospectus' offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will be placed in pre-open at 8:30 AM AEST on Friday, 2 August 2013 and trading will commence on a conditional and deferred settlement basis at 12:00 PM AEST on Friday, 2 August 2013.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Signal E.

The Company is required to advise ASX immediately of the fulfillment or non-fulfillment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfillment of the conditions, ASX will issue a further Circular to participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met on Friday, 9 August 2013. The Company has agreed to send holding statements on Tuesday, 13 August 2013, which will mean that the first settlement date will be Monday, 19 August 2013.

#### CONTRACT NOTES FOR CONDITIONAL SALES AND PURCHASES

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

"This contract is conditional upon notification being received by ASX by close of business on Friday, 9 August 2013 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

#### INDICATIVE KEY DATES

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 5:00 PM AEST on Friday, 9 August 2013. If the conditions are not fulfilled by the close of business on Friday, 16 August 2013, shares will not be issued and all conditional trades that have occurred since Friday, 2 August 2013 will be cancelled.

If the conditions are not satisfied by 5:00 PM AEST on Friday, 9 August 2013, but are satisfied prior to the close of business on Friday, 16 August 2013, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Friday, 2 August 2013	Company admitted to the official list of ASX Pre-quotations disclosure announcement Commencement of Official Quotation on a conditional and deferred settlement basis – 12:00 PM AEST (ASX Code: SDF)
Friday, 9 August 2013	Conditions for the conditional market expected to be fulfilled Last day of conditional trading
Monday, 12 August 2013	Trading to commence on a deferred settlement basis only (ASX Code: SDF)
Tuesday, 13 August 2013	Holding statements sent to successful applicants
Wednesday, 14 August 2013	First day of trading on a normal (T+3) basis (ASX code: SDF)
Monday, 19 August 2013	Settlement of all on-market trades conducted on a conditional and deferred settlement basis from 2 to 13 August 2013, and first settlement of trades conducted on a T+3 basis

For further information please refer to the Company's replacement prospectus dated 11 July 2013 or call the Steadfast Offer Information Line on 1800 645 237 (within Australia) or on +61 1800 645 237 (from outside Australia) at any time from 8:30am to 5:30pm AEST (Sydney time) Monday to Friday.