



**COMPANY ANNOUNCEMENT
7 OCTOBER 2016**

ADDENDUM TO NOTICE OF 2016 ANNUAL GENERAL MEETING

Austal Limited (Austal) (ASX:ASB) lodged its Notice of Annual General Meeting and Explanatory Memorandum with ASX and posted it to shareholders on 28 September 2016. Attached hereto is an addendum to that Notice of Annual General Meeting.

- Ends -

About Austal

Austal is a global defence prime contractor and a designer and manufacturer of defence and commercial ships. For more than 25 years Austal has been a leader in the design, construction and maintenance of revolutionary ships for Governments, Navies and Ferry operators around the world. More than 250 vessels have been delivered in that time.

Ships

Defence vessels designed and built by Austal include multi-mission combatants, such as the Littoral Combat Ship (LCS) for the United States Navy and military high speed vessels for transport and humanitarian relief, such as the Expeditionary Fast Transports (EPF) formerly Joint High Speed Vessel (JHSV) for the United States Navy and High Speed Support Vessel (HSSV) for the Royal Navy of Oman. Austal also designs, constructs, integrates and maintains an extensive range of patrol and auxiliary vessels for government agencies globally, including the Cape Class Patrol Boat Program for Australian Border Force (formerly Customs and Border Protection). Defence vessels are designed and constructed in Mobile, Alabama and in Henderson, Western Australia.

Austal has been at the forefront of the high speed ferry market since the early days of the industry. Our market leading designs of high performance aluminium vessels have long been at the heart of Austal's research and development. Today, commercial ship construction is centred on our shipyard in Balamban, Philippines.

Systems

Austal has expertise in integrating complex systems into its ships, including ride control, ship management, and communication, sensors and weapon systems.

Support

Austal provides a wide range of support services, including through life support, integrated logistics support, vessel sustainment and systems support. These services are delivered through our global support network in the USA, Australia, Asia and the Middle East together with partner shipyards worldwide.

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AUSTAL LIMITED

ACN 009 250 266

Addendum to Notice of Annual General Meeting

Date of Meeting:	Friday 28 October 2016
Time of Meeting:	3.00 pm (WST)
Place of Meeting:	Fremantle Sailing Club Marine Terrace Fremantle Western Australia

The Annual General Meeting of the Shareholders of Austal Limited will be held at the **Fremantle Sailing Club, Marine Terrace, Fremantle, Western Australia** on **Friday 28 October 2016 at 3.00 pm (WST)** for the purpose of transacting the business referred to in the Notice of Annual General meeting lodged with ASX and sent to shareholders on 28 September 2016 (**Notice of Meeting**).

This addendum to the Notice of Meeting is issued for the purposes making 2 corrections to the Notice of Meeting as set out herein.

Addendum to Notice of Annual General Meeting

Resolution 3 – Approval of the issue of shares to Mr. David Singleton

In the Notice of Meeting, Resolution 3 is set out as follows:

“That for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of:

- 1. 296,473 fully paid ordinary Shares to Mr David Singleton (or his permitted nominee) as fixed equity-based remuneration for the period 8 February 2016 – 30 June 2016; and*
- 2. A further number of fully paid ordinary shares to Mr David Singleton (or his permitted nominee) every 6 months over the next 3 years (commencing in January 2017) as fixed equity-based remuneration for the 2017, 2018 and 2019 financial years, to the value of 30% of his salary and determined on a monthly basis by reference to the volume-weighted average price of the Company’s Shares over the last 5 trading days of each month during that period,*

in accordance with the terms and conditions set out in the Explanatory Memorandum.”

However the number of shares described in paragraph 1 above contains a typographical error. The correct number is **96,473** (as set out in the Explanatory Memorandum to the Notice of Meeting), not 296,473.

Therefore the resolution should read (and the resolution to be put to the meeting will be):

“That for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of:

- 1. 96,473 fully paid ordinary Shares to Mr David Singleton (or his permitted nominee) as fixed equity-based remuneration for the period 8 February 2016 – 30 June 2016; and*
- 2. A further number of fully paid ordinary shares to Mr David Singleton (or his permitted nominee) every 6 months over the next 3 years (commencing in January 2017) as fixed equity-based remuneration for the 2017, 2018 and 2019 financial years, to the value of 30% of his salary and determined on a monthly basis by reference to the volume-weighted average price of the Company’s Shares over the last 5 trading days of each month during that period,*

in accordance with the terms and conditions set out in the Explanatory Memorandum.”

Resolution 4 – Approval of the issue of Performance Rights to Mr. David Singleton

In the Notice of Meeting, Resolution 4 is set out as follows:

“That pursuant to and in accordance with Listing Rule 10.14 and for all other purposes, Shareholders approve the grant of 958,339 Performance Rights under the Austal Limited Long Term Incentive Plan to Mr David Singleton on the terms and conditions set out in the Explanatory Memorandum, and the issue of any Shares pursuant to the Performance Rights.”

However the number of Performance Rights described in this resolution relates to the period 1 July 2016 – 30 June 2017. Subject to shareholder approval, Mr Singleton is eligible for

performance rights from the date on which he commenced employment as Chief Executive Officer, which was some months before 1 July 2016. The correct number is **1,194,121** Performance Rights.

Therefore the resolution should read (and the resolution that will be put to the meeting will be):

“That pursuant to and in accordance with Listing Rule 10.14 and for all other purposes, Shareholders approve the grant of 1,194,121 Performance Rights under the Austal Limited Long Term Incentive Plan to Mr David Singleton on the terms and conditions set out in the Explanatory Memorandum, and the issue of any Shares pursuant to the Performance Rights.”

The same change applies to the explanation of this Resolution in the Explanatory Memorandum to the Notice of Meeting.

All other contents of the Notice of Meeting (including any voting exclusion or entitlement statements and proxy instructions) and Explanatory Memorandum remain unchanged.

**BY ORDER OF THE BOARD
AUSTAL LIMITED**

A handwritten signature in black ink, appearing to be 'John Rothwell', written over a horizontal line. The signature is stylized with a large loop at the end.

John Rothwell
Non-executive Chairman
7 October 2016