

30 August 2019

The Manager
Company Notices Section
ASX Limited
Rialto Towers
Level 45, 525 Collins Street
MELBOURNE VIC 3000

Dear Sir/Madam

Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)

This notice is given by Slater & Gordon Limited ACN 097 297 400 (ASX: SGH) (**SGH**) under section 708AA(2)(f) of the *Corporations Act 2001 (Cth)* (**Corporations Act**) as modified by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84* (**ASIC Instrument 2016/84**).

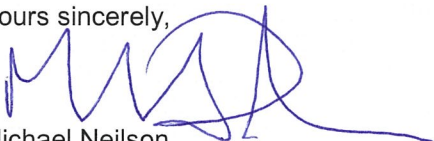
Where applicable, references in this notice to sections of the Corporations Act are to those sections as modified by ASIC Instrument 2016/84.

SGH announced on 30 August 2019 a fully underwritten accelerated pro-rata non-renounceable entitlement offer (**Entitlement Offer**) of 1 fully paid ordinary share in SGH (**New Share**) for every 1.05752 fully paid ordinary shares held in SGH as at 7.00pm (Melbourne time) on Tuesday, 3 September 2019 to eligible shareholders with a registered address in Australia or New Zealand and certain other jurisdictions in which SGH has decided to make the Entitlement Offer.

SGH states that:

- (a) SGH will offer the New Shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act;
- (c) as at the date of this notice, SGH has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to SGH; and
 - (ii) section 674 of the Corporations Act;
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act; and
- (e) the potential effect that the Entitlement Offer will have on the control of SGH, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. However, the Entitlement Offer is not expected to have a material effect on the control of SGH as no individual shareholder is expected to increase their proportionate interest in SGH by greater than 3%.

Yours sincerely,



Michael Neilson
Company Secretary
Slater & Gordon Limited