

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

AMA GROUP LIMITED (ASX: AMA)

ABN

50 113 883 560

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1	+Class of +securities issued or to be issued	Ordinary Shares
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	43,100,000
3	Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)	Ordinary fully paid shares

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4	<p>Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities?</p>	<p>Yes</p>
	<p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	
5	<p>Issue price or consideration</p>	<p>\$0.35 each</p>
6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>To finance growth initiatives, retire debt and meet working capital requirements.</p>
6a	<p>Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A?</p>	<p>Yes</p>
	<p>If Yes, complete sections 6b – 6h <i>in relation to the ⁺securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	
6b	<p>The date the security holder resolution under rule 7.1A was passed</p>	<p>27 November 2012</p>

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6c	Number of +securities issued without security holder approval under rule 7.1	38,790,000
6d	Number of +securities issued with security holder approval under rule 7.1A	4,310,000
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil
6f	Number of securities issued under an exception in rule 7.2	Nil
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	<p style="text-align: center;">Yes, issue was at least 75% of VWAP. Issue date: 25 January 2013. 15 day VWAP before issue date: \$0.3809 Issue Price: \$0.35 per share. VWAP Source: IRESS</p>
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Refer annexure 1

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7	Dates of entering +securities into uncertificated holdings or despatch of certificates	25 January 2013					
8	Number and +class of all +securities quoted on ASX (<i>including</i> the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="916 488 1214 524">Number</th> <th data-bbox="1214 488 1506 524">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="916 524 1214 714">330,791,617</td> <td data-bbox="1214 524 1506 714">Ordinary Shares (AMA)</td> </tr> </tbody> </table>	Number	+Class	330,791,617	Ordinary Shares (AMA)	
Number	+Class						
330,791,617	Ordinary Shares (AMA)						
9	Number and +class of all +securities not quoted on ASX (<i>including</i> the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="916 817 1214 853">Number</th> <th data-bbox="1214 817 1506 853">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="916 853 1214 1043">N/A</td> <td data-bbox="1214 853 1506 1043"></td> </tr> </tbody> </table>	Number	+Class	N/A		
Number	+Class						
N/A							
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Unchanged					

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Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?
- 12 Is the issue renounceable or non-renounceable?
- 13 Ratio in which the +securities will be offered
- 14 +Class of +securities to which the offer relates
- 15 +Record date to determine entitlements
- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
- 17 Policy for deciding entitlements in relation to fractions
- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents
Note: Security holders must be told how their entitlements are to be dealt with.
Cross reference: rule 7.7.
- 19 Closing date for receipt of acceptances or renunciations

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20	Names of any underwriters	<input type="text"/>
21	Amount of any underwriting fee or commission	<input type="text"/>
22	Names of any brokers to the issue	<input type="text"/>
23	Fee or commission payable to the broker to the issue	<input type="text"/>
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	<input type="text"/>
25	If the issue is contingent on +security holders' approval, the date of the meeting	<input type="text"/>
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	<input type="text"/>
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	<input type="text"/>
28	Date rights trading will begin (if applicable)	<input type="text"/>
29	Date rights trading will end (if applicable)	<input type="text"/>

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- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

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Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

- 38 Number of securities for which +quotation is sought
- 39 Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?
- If the additional securities do not rank equally, please state:
- the date from which they do
 - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
-

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41 Reason for request for quotation now
Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

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42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class

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Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
- Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here:

Date: 25 January 2013

Company secretary

Print name: Terri Bakos

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for ⁺eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	282,181,291
Add the following: <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period 	<div style="display: flex; flex-direction: column; gap: 10px;"> <div style="display: flex; justify-content: space-between;">2,000,000</div> <div style="display: flex; justify-content: space-between;">3,510,326</div> <div style="display: flex; justify-content: space-between;">Nil</div> </div>
Note: <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	287,691,617

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Step 2: Calculate 15% of "A"	
"B"	0.15 <i>[Note: this value cannot be changed]</i>
Multiply "A" by 0.15	43,153,743
Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	38,790,000
"C"	38,790,000
Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1	
"A" x 0.15 <i>Note: number must be same as shown in Step 2</i>	43,153,743
Subtract "C" <i>Note: number must be same as shown in Step 3</i>	38,790,000
Total ["A" x 0.15] – "C"	4,363,743 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

Part 2

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Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	287,691,617
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	28,769,162
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	4,310,000
“E”	4,310,000

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Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	28,769,162
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	4,310,000
Total ["A" x 0.10] – "E"	24,459,162 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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ASX ANNOUNCEMENT

Information disclosed under LR 3.10.5A and 7.1A.4(b)
[ASX Code: AMA]

Further to the Appendix 3B lodged today, AMA Group Limited is pleased to announce that it has completed a capital raising to sophisticated and professional investors. A total of 43,100,000 fully paid ordinary shares have been issued under the placement at an issue price of \$0.35 to raise \$15,085,000. The issue price of \$0.35 represents a price equal to 90% of the 15 day VWAP from 2 January 2013. Of the 43,100,000 shares issued, the Directors have determined to allocate 4,310,000 of those shares under listing rule 7.1A.

The following information is disclosed under ASX LR 3.10.5A in relation to the 4,310,000 securities issued under LR 7.1A.

a) Details of dilution to the existing holders of ordinary securities caused by the issue.

	Pre placement Qty	% of Qty issued	Qty Issued under LR 7.1A	Post placement Qty (excluding issue under LR 7.1)	% of Post Placement Held
Qty of ordinary shares held by existing shareholders participating in issue	50,077,231	1.15%	3,317,122	53,394,353	18.3%
Qty of ordinary shares held by existing shareholders not participating in issue	237,614,386	0%	-	237,614,386	81.4%
Qty of ordinary shares issued to new shareholders under the issue	-	0.35%	992,878	992,878	0.34%
Total ordinary shares	287,691,617	1.5%	4,310,000	292,001,617	100%

b) Where the equity securities were issued for cash consideration, a statement of the reasons why the issue was made under LR 7.1A and not as another type of issue which existing ordinary security holders would have been eligible to participate.

The Board is cognisant of the fact that there are a number of large shareholders and the Board sees significant benefits in introducing fresh investors in the Company to promote a more diverse register. A broader investor base allows the Company to be better equipped in the future should further funds be required. The Board also believes that an issue under LR 7.1A is appropriate in these circumstances due to the Company's desire to complete the fund raising within a short time frame .

c) Details of any underwriting arrangements, including fees payable to the underwriter.

No underwriting arrangements were entered into.

d) Any other fees or costs incurred in connection with the issue.

The Company entered into a mandate agreement with Investorfirst Limited which requires the payment of fees equating to 3% of the total amount raised under the placement. The Company estimate's that these fees and other costs associated with the issue to be approximately \$ 460,000 plus GST

For and on behalf of the Company,

Terri Bakos
Company Secretary

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ASX ANNOUNCEMENT

Notice Under Section 708A(5) of the Corporations Act [ASX Code: AMA]

Friday 25th January 2013

This notice is given under paragraph (5)(e) of section 708A of the Corporations Act.

Type:	Ordinary Shares
Class/Description:	Fully Paid Ordinary Shares
ASX Code:	AMA
Date of Issue:	25 January 2013
Number Issued:	43,100,000
Issue Price per Security:	\$0.35

The Company intends to apply to Australian Stock Exchange Limited for quotation of the above shares.

Accordingly the Company gives notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (the "Corporations Act") that:

1. the abovementioned ordinary shares were issued without disclosure to investors under Part 6D.2 of the *Corporations Act*;
2. as at the date of this notice the Company has complied with:
 - (i) the provisions of Chapter 2M *Corporations Act* as they apply to the Company; and
 - (ii) section 674 *Corporations Act*; and
3. as at the date of this notice there is no "excluded information" (as defined in subsection 708A(7) of the *Corporations Act*) which is required to be disclosed by the Company.

For and on behalf of the Company,

A handwritten signature in blue ink that reads 'Terri Bakos'.

Terri Bakos
Company Secretary

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