



**AGRI-TRADE HOLDINGS
LIMITED**

ACN 081 797 033

Level 28, 1 Market Street
Sydney NSW 2000
PO Box 644, Strathfield NSW 2135
Telephone: 0438 184 784

Expiry of DWF Group Limited Transaction

The contract with DWF Group Limited (DWF) expired on the 31st October 2015.

The Boards of AGH and DWF have come to a mutual agreement to that it is no longer in the best interests of either company to continue with the transaction in light of the ASX Delisting deadline.

Alternative transaction.

The Board of AGH are working on an alternative transaction that it believes can meet the deadlines that AGH is required to meet in relation to the re-quotation of its shares and the avoidance of De-listing of the Company from the ASX as outlined below.

The board expects an announcement this week regarding the alternative transaction and a Notice of Meeting to be sent to shareholders next week.

ASX Delisting Deadline

Agri-Trade Holdings Limited (the Company) has been informed by the Australian Securities Exchange (ASX) that under ASX Guidance Note 33 *Removal of Entities from the ASX Official List* Section 3.4 that any companies suspended from trading for a continuous period of 3 years as at 1 January 2014 will be removed from the ASX official list on 1 January 2016 if the suspension is not lifted by 31 December 2015 or an extension has not been granted.

The Company intends to apply for an extension under Guidance Note 33 if the Company receives shareholder approval to proceed with the transaction and expects to lodge its prospectus with ASIC as per the attached timetable. At this stage the Company will be at the final stages of listing as defined under ASX Guidance note 33 as follows:

- Having announced the transaction to market;
- Having signed definitive legal agreements for the transaction (including for any financing required in respect of the transaction);
- If the transaction requires a prospectus or product disclosure statement to be lodged with ASIC, having lodged that document with ASIC, and
- If the transaction requires security holder approval, having obtained that approval.