SPECIALTY FASHION | GROUP

8 February 2017

Specialty Fashion Group confirms receipt of proposal

Specialty Fashion Group Limited (ASX: SFH) (the Group) refers to media speculation this morning and confirms that it has received a confidential, indicative and non-binding proposal from a Middle Eastern investment company for a potential change of control transaction resulting in the privatisation of the Group at a price of \$0.70 per share in cash.

The Group has been in discussions with the counterparty for a period of time in relation to a potential transaction and has been working toward an outcome that will result in a binding transaction (subject to certain conditions precedent) capable of being put to shareholders. As part of the discussions that have taken place to date, the Group has granted the counterparty access to due diligence customary of a proposal of this nature.

The current proposal remains subject to a number of conditions, including the execution of binding transaction documents, and there is no certainty the proposal will result in a transaction being consummated.

The Group will provide further updates to the market as appropriate in accordance with its continuous disclosure obligations.

No action is required by the Group's shareholders at this time.

Specialty Fashion Group is being advised by Luminis Partners as financial advisor and Arnold Bloch Leibler as legal advisor.

For further information:

MEDIA ENQUIRIES:

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About Specialty Fashion Group

Specialty Fashion Group is the largest specialty retailer of women's fashion in Australasia, through Millers, Katies, Crossroads, Autograph, City Chic and Rivers.

The Group's purpose is to be a global leader as its brands change the perception of fashion.

The Group operates 1066 stores in Australia, New Zealand, USA and South Africa, 29 concession locations in Myer. Its brands' products are also available online at <u>www.millers.com.au</u>, <u>www.katies.com.au</u>, <u>www.crossroads.com.au</u>, <u>www.autographfashion.com.au</u>, <u>www.citychic.com.au</u>, <u>www.rivers.com.au</u>, and in the USA at <u>www.citychiconline.com</u> as well as selected international department stores.