

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, 04/03/13

Name of entity

Australian Agricultural Company Limited

ABN

15 010 892 270

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).

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|---|---|---|
| 1 | +Class of +securities issued or to be issued | Fully Paid Ordinary Shares. |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <ul style="list-style-type: none"> • Further to the Appendix 3B dated 12 September 2013, 100,796,516 ordinary shares (New Shares) will be issued under the institutional component of the accelerated non-renounceable pro-rata entitlement offer announced on 12 September 2013 (Institutional Offer). • As set out in the Appendix 3B dated 12 September 2013, additional shares will also be issued under the retail component of the entitlement offer (Retail Offer) at a later date. As described in the ASX Announcements 'Strategy Update and Capital Raising Presentation' dated 12 September 2013, 'Successful Completion of Institutional Component of Entitlement Offer' dated 16 September 2013 and 'Entitlement Offer – Retail Offer Booklet' dated 20 September 2013, the pre-committed entitlement of the AA Trust under the Institutional Offer (being 29,584,990 ordinary shares) will settle on the Retail Offer settlement date. |

3	Principal terms of the ⁺ securities (e.g. 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)	Fully paid ordinary shares.
4	<p>Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities?</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 	Yes.
5	Issue price or consideration	\$1.00 per New Share.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The proceeds of the Institutional Offer (as part of the broader capital raising announced on 12 September 2013) will: (i) fund the remaining capital expenditure and working capital requirements associated with the Darwin Abattoir; (ii) reduce net debt in order to support a future refinancing of its existing debt facilities; and (iii) increase its financial flexibility to pursue its vertical integration strategy, as described in more detail in the ASX Announcement and Investor Presentation released to ASX on 12 September 2013.
6a	<p>Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the ⁺securities the subject of this Appendix 3B, and comply with section 6i</p>	No.
6b	The date the security holder resolution under rule 7.1A was passed	

+ See chapter 19 for defined terms.

6c	Number of +securities issued without security holder approval under rule 7.1	
6d	Number of +securities issued with security holder approval under rule 7.1A	
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	
6f	Number of +securities issued under an exception in rule 7.2	
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.	
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	
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	
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	<ul style="list-style-type: none"> • 27 September 2013 in respect of the New Shares to be issued under the Institutional Offer; and • 16 October 2013 in respect of the new shares to be issued under the Retail Offer, and the pre-committed entitlement of the AA Trust under the Institutional Offer.

	Number	+Class
8	413,909,874	Fully Paid Ordinary Shares
	As set out in the Appendix 3B dated 12 September 2013, additional shares will be issued under the Retail Offer. As set out in various ASX Announcements, the pre-committed entitlement of the AA Trust under the Institutional Offer will settle on the Retail Offer settlement date.	

	Number	+Class
9	601,062	AACAI Performance Rights
	250,000	AACAM Options exp 16-Dec-13 \$1.00
	1,270,804	AACAU Options exp various \$3.27
	350,000	AACAS Options exp 31-Mar-15 \$1.39
	290,625	AACAY Options exp 01-Jan-18 \$2.09

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	
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Part 2 - Pro rata issue

11	Is security holder approval required?	No.
12	Is the issue renounceable or non-renounceable?	Non-renounceable.
13	Ratio in which the +securities will be offered	7 New Shares for every 10 existing ordinary shares held as at the record date for the entitlement offer.
14	+Class of +securities to which the offer relates	Fully Paid Ordinary Shares.
15	+Record date to determine entitlements	7.00pm (AEST) 17 September 2013.
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No.

+ See chapter 19 for defined terms.

17	Policy for deciding entitlements in relation to fractions	Where fractions arise in the calculation of entitlements under the entitlement offer (including the Institutional Offer), the number of shares will be rounded up to the nearest whole number of shares.
18	Names of countries in which the entity has security holders who will not be sent new offer documents	<ul style="list-style-type: none"> • Under the Institutional Offer, all countries other than Australia, New Zealand, Belgium, China, Denmark, France, Germany, Hong Kong, Indonesia, Ireland, Italy, Japan, Luxemborg, Malaysia, Netherlands, Norway, Singapore, Sweden, Switzerland, United Kingdom, United Arab Emirates and United States. • Under the Retail Offer, all countries other than Australia and New Zealand including, in particular, any security holder that is in the Unites States, or is acting for the account or benefit of a U.S. person.
	<p>Note: Security holders must be told how their entitlements are to be dealt with.</p> <p>Cross reference: rule 7.7.</p>	
19	Closing date for receipt of acceptances or renunciations	<ul style="list-style-type: none"> • The Institutional Offer closed on 13 September 2013. • The Retail Offer will close on 8 October 2013.
20	Names of any underwriters	UBS AG, Australia Branch.
21	Amount of any underwriting fee or commission	<ul style="list-style-type: none"> • A fee of 3.0% of the Institutional Offer proceeds less the pre-committed proceeds, being comprised 2.5% of an underwriting fee and 0.5% of a management fee in respect of the Institutional Offer. • A fee of 3.0% of the Retail Offer proceeds, being comprised 2.5% of an underwriting fee and 0.5% of a management fee in respect of the Retail Offer.
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	

26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	No prospectus. However, a Retail Offer Booklet together with an Entitlement and Acceptance Form was despatched to eligible retail shareholders on 20 September 2013.
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	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

+ See chapter 19 for defined terms.

32 How do security holders dispose of their entitlements (except by sale through a broker)?

33 ⁺Issue 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 (being the New Shares under the Institutional Offer only)

(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)

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

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39 +Class of +securities for which quotation is sought

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40 Do the +securities rank equally in all respects from the +issue date 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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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)		

+ See chapter 19 for defined terms.

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 is not available now, we 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:

Print name: Bruce Bennett
Company Secretary and General Counsel

Date: 26 September 2013