



DuluxGroup Limited

ABN 42 133 404 065

28 June 2019

## **NZ OIO CONSENTS TO NIPPON PAINT'S PROPOSED ACQUISITION OF DULUXGROUP**

DuluxGroup Limited ('DuluxGroup') announces that the New Zealand Overseas Investment Office ('OIO') has granted consent to Nippon Paint Holdings Co., Ltd. ('Nippon Paint') in relation to Nippon Paint's proposed acquisition of all issued shares of DuluxGroup pursuant to the proposed scheme of arrangement ('Scheme'). As a result, the condition of the Scheme relating to OIO approval has now been satisfied.

The Scheme remains subject to certain other conditions (as set out in the scheme implementation deed which was released by DuluxGroup on 17 April 2019), each of which needs to be satisfied or (if applicable) waived before the Scheme can become effective. This includes a condition requiring approval of the proposed Scheme by DuluxGroup shareholders at the Scheme Meeting.

**The Scheme Meeting will be held at 2:00 pm (AEST) on 31 July 2019 at The Clarendon Auditorium, Melbourne Exhibition Centre, 2 Clarendon Street, South Wharf, Victoria, Australia.** All DuluxGroup shareholders are encouraged to vote either by attending the Scheme Meeting in person or by appointing a proxy, attorney or corporate representative to attend the meeting and vote on their behalf.

As previously advised, the directors of DuluxGroup unanimously recommend that DuluxGroup shareholders vote in favour of the Scheme, in the absence of a superior proposal. The directors of DuluxGroup also intend to vote, or cause to be voted, all DuluxGroup shares in which they have a relevant interest in favour of the Scheme, subject to the same qualification.

An electronic version of the Scheme Booklet is available for viewing online and downloading at DuluxGroup's website ([www.duluxgroup.com.au](http://www.duluxgroup.com.au)).

If you have any questions in relation to the Scheme or the Scheme Booklet, please contact the DuluxGroup Limited Shareholder Information Line on 1300 352 256 (within Australia) or +61 3 9415 4223 (outside Australia) Monday to Friday from 8:30 am to 5:30 pm (AEST).

### **Further information**

For further information, please contact:

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