

Dear Shareholder,

## IMPORTANT NOTICE – INTENTION TO SELL SHARES OF LESS THAN MARKETABLE PARCEL

The Board of Directors of Swift Networks Group Limited (**Swift or Company**) are pleased to announce the Company will commence the process for the sale of ordinary shares (**Shares**) for holders who hold less than a marketable parcel (defined in the ASX Listing Rules as a parcel of securities with a market value of not less than \$500) (**Less Than Marketable Parcel**) (**Facility**).

This offer applies to shareholders who at 5:00pm (AEST) on 31 March 2017 (Record Date) were holders of shares in Swift with a market value of less than \$500 based on the market price of Swift shares trading on ASX of \$0.255 per share on the Record Date (1,961 shares). Our records show that you are the holder of a Less Than Marketable Parcel as at the Record Date and accordingly your shareholding is eligible to participate in this share sale facility.

Swift is offering this Facility as it provides the following benefits:

- Holders of a Less Than Marketable Parcel have the opportunity to sell their shares without incurring any brokerage or handling costs which, in proportion to the value of their holding, may otherwise render a sale unattractive or uneconomical; and
- The Company's expenses and administration involved in maintaining shareholdings of less than a marketable parcel is reduced.

As at the Record Date, the Company has approximately 1,050 shareholders of which approximately 496 hold a Less Than Marketable Parcel of shares that in aggregate represent approximately 0.09% of all issued shares.

You may choose to retain your holding, otherwise the Company will sell all of your existing holding as explained below.

### 1. Sell all of your Less Than Marketable Parcel

If you wish to sell your shares without incurring brokerage or handling costs, you do not need to take any action other than completing the enclosed Share Sale Facility Form. Swift is authorised under Clause 6.8 of its Constitution to sell your shares following the Closing Date. Your shares will be pooled with other shares under this Facility and sold as soon as practicable after the Closing Date.

Swift intends to appoint a broker on behalf of shareholders to effect any sales under this Facility.

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. The shares will be sold as soon as practicable after the Closing Date. Swift may sell your shares on market or in any other way it considers fair and reasonable in the circumstances. If the shares are sold on market the Company will use its best endeavours to obtain the highest available price for the shares, but given the sale of the shares is subject to market conditions, no guarantee as to the price can be given by the Company and the price will depend on a number of factors. You will not have control over the time at which your shares are sold. The price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the days that your shares are sold and may be an average price per share based on the price obtained for all the shares sold under the Facility. If Swift sells your shares other than on market, the price will be the price that Swift has been able to negotiate with the acquirer or acquirers. In any event, the sale price will not be less than that price equal to the simple average of the last sale prices of the shares quoted on ASX for each of the ten trading days immediately preceding the date of any offer received by the Company.

Australian residents will only be paid their sale proceeds in Australian dollars by direct credit to an account held with an Australian financial institution. You must complete and return the enclosed Share Sale Facility Form, including your direct credit of payments instruction in section C.

Non-resident holders who do not have an account with an Australian financial institution will be paid in Australian dollars by cheque.

There is an option on the Share Sale Facility Form to choose to donate the proceeds of the sale of your Swift shares to UnitingCare Australia (UnitingCare). UnitingCare Australia is the national body for the UnitingCare Network, one of the largest providers of community services in Australia. With over 1,600 sites, the network employs 40,000 staff and is supported by the work of over 30,000 volunteers. They provide services to children, young people and families, Indigenous Australians, people with disabilities, the poor and disadvantaged, people from culturally diverse backgrounds and older Australians in urban, rural and remote communities. UnitingCare works with and on behalf of the UnitingCare Network to advocate for policies and programs that will improve people's quality of life. UnitingCare is committed to speaking with and on behalf of those who are the most vulnerable and disadvantaged, for the common good. Amounts less than \$100 which remain unclaimed at 30 November 2017 will be donated to UnitingCare.

All costs associated with the sale of your shares will be borne by the Company. No brokerage will be payable by you.

If your shares are held in a CHESS holding, Swift may, after the Closing Date, initiate a holding adjustment to move your shares to the issuer sponsored sub-register for the purpose of this Facility.

Any tax consequences arising from the sale of your shares will be your responsibility.

## 2. Retain your existing holding

If you wish to retain your existing holding then you must either:

- correctly complete, sign and return the enclosed Share Sale Facility Form so that it is received by 5.00pm (WST) on 18 May 2017, being the Closing Date of this Facility. Please read the instructions on your personalised Share Sale Facility Form carefully before completing it; or
- arrange to have multiple holdings consolidated into the one holding which has 1,961 or more shares on the Closing Date; or
- make your own arrangements outside this Facility to purchase additional shares so that you are the registered holder of 1,961 or more shares on the Closing Date. For a purchase to be an effective notification that you wish to retain your shares, any additional shares purchased must be registered by 5:00pm (WST) on the Closing Date under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

If you successfully take one of these steps, Swift will not be entitled to sell your shares under this Facility.

### Important information

Swift reserves the right to vary, delay or terminate this sale facility by notice to the ASX.

Swift is not bound to sell any or all of the shares that may be available for it to sell under this facility, and there is no guarantee that Swift will be able to sell your shares. In addition, the sale proceeds may differ from the market value of your shares on the Record Date, depending on movements in the market price of the shares and on the Company appointed brokers' ability to procure purchasers.

The Company will determine whether a shareholder has a Less Than Marketable Parcel as at the Record Date. The Company will not have any reference to any increase in the price of shares after the Record Date in determining whose shares may be sold or bought back pursuant to this facility.

Please also note that the Company will not sell your shares in the event that a third party announces a takeover offer for the Company. Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their shares. This information will, if released, be available on the ASX website [www.asx.com.au](http://www.asx.com.au) (ASX code "SW1") and on the Company's website <http://www.swiftnetworks.com.au>.

**If you have a Less Than Marketable Parcel as at the Record Date, then unless you take one of the steps outlined in section 2 of this letter, Swift will be entitled to sell your shares under this Facility.**

Neither Swift nor any other person involved in the Facility shall be liable for failure to sell the shares or at a particular price. The price of Swift shares is subject to change and an up-to-date price can be obtained from the ASX website set out above. The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX.

Swift does not make any recommendation or provide any advice to you regarding whether to buy, sell or hold your shares nor that this Facility is the best way to sell your Swift shares. If you require advice as to whether to sell your shares, please consult your legal, financial or taxation adviser.

For further information about lodging your form or the practical operation of the Facility, please contact the Company's share registry, Automatic Registry Services on 1300 288 664 between the hours of 9.00am and 7.00pm (AEST) Monday to Friday.

**Stephen Hewitt-Dutton**  
Company Secretary

4 April 2017

<Registered Address Line 1>  
 <Registered Address Line 2>  
 <Registered Address Line 3>  
 <Registered Address Line 4>  
 <Registered Address Line 5>  
 <Registered Address Line 6>

SHARES HELD: &lt;number of shares&gt;

SRN/HIN: &lt;&lt;SRN/HIN &gt;&gt;

&lt;&lt;BARCODE&gt;&gt;

### SHARE SALE FACILITY FORM

**IMPORTANT NOTE: THIS FORM MUST BE RECEIVED BY NO LATER THAN 5.00PM (WST) ON 18/05/2017**

**IMPORTANT:** This is an important document and requires your immediate attention. This document should be read in conjunction with the enclosed shareholder letter. If you are in any doubt as to how to deal with this form, you should consult your professional advisor.

**A PLEASE TICK THE BOX TO INDICATE YOU WISH TO RETAIN YOUR SHARES**

**B PLEASE TICK THE BOX TO REQUEST FOR PROCEEDS TO BE DONATED TO UNITINGCARE AUSTRALIA**

**C REQUEST FOR DIRECT CREDITING OF PAYMENTS – SELL YOUR SHARES**

**Note:** Do not complete section C if you wish to retain your shares or donate your proceeds to UnitingCare Australia. By completing your details below you are agreeing to the sale of your shares even if you tick one or both of the above boxes in section A or B.

#### Provide your EFT details below, sign and return the form

BSB Number

Account Number


**DO NOT USE YOUR CARD NUMBER**

If you are unsure of your account or BSB number, please check with your bank, building society or credit union.

Name in which account is held (eg: John Smith)

Name of Australian bank or financial institution

Name of branch or suburb or town

Type of account (eg: cheque, savings)

#### D SIGN HERE – THIS SECTION MUST BE SIGNED FOR YOUR INSTRUCTION TO BE EXECUTED

I/We authorise you to act in accordance with my/our instructions set out above. I/We acknowledge that these instructions supersede and have priority over all previous instructions relating to payments to which I/we am/are entitled to be paid in cash.

Individual or Securityholder 1

Sole Director or Sole Director &amp; Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

#### E CONTACT DETAILS

Please use details where we can contact you between the hours of 9:00am (AEST) and 5:00pm (WST) should we need to contact you about your form.

Contact Name

Email Address

Telephone Number

Refer overleaf for instructions on how to use this form

## INSTRUCTIONS FOR COMPLETION OF THIS FORM

### REGISTRATION DETAILS – NAME AND ADDRESS

**SRN/HIN** - this is your holder number for the purposes of identifying you on the Company register (see below for consolidation of holdings). If your holding is on the CHESSE sub-register and you require any amendments to your registration details, then you must notify your sponsoring broker. ISSUER SPONSORED holders should contact our share registry Automic whose details are on the front of this form.

**SHARES HELD** – this is the number of shares you held at 5.00pm (WST) on **31/03/2017**.

### CONSOLIDATION OF HOLDINGS

If you have more than one holding in the Swifts Networks Group Limited Limited register, you should consider consolidating them. You can download a “Consolidation of Holdings” form by visiting <https://automic.com.au/forms.html>.

**NOTE:** If any of your holdings you wish to consolidate is held on the CHESSE sub-register, you must contact your sponsoring broker.

#### **A** RETENTION OF SHARES

If you wish to retain your shares, please place a tick in the box provided. Should you validly sign the form but fail to place a tick in the box, it will be at the Company’s discretion as to whether or not it is your intention to retain your shares.

#### **B** DONATING YOUR SALE PROCEEDS TO CHARITY

If you wish to donate your share sale proceeds to the charity chosen by the company, please place a tick in the box provided.

#### **C** SELLING YOUR SHARES - REQUEST FOR DIRECT CREDITING OF PAYMENTS

If you wish to sell your shares, please provide your bank details in this section. Do not complete this section if you wish to retain your shares. If you provide your direct credit instruction details, you are agreeing to the sale of your shares even if you have placed a tick in Box A or B.

#### **D** SIGNING REQUIREMENTS

- Individual:** Where the holding is in one name, the Shareholder must sign.
- Joint holding:** Where the holding is in more than one name, all of the Shareholders must sign.
- Power of Attorney:** If any signatory signs under Power of Attorney, please attach an originally certified photocopy of the Power of Attorney to this Form when you return it.
- Companies:** To be signed in accordance with your Constitution. Please sign in the box which indicates the office held by you.

#### **E** CONTACT DETAILS

Please enter an email address and/or contact number we may reach you on between the hours of 9:00am (AEST) and 5:00pm (WST). We may use this number to contact you regarding completion of this Form.

### LODGING YOUR SHARE SALE FACILITY FORM

This form must be received at an address given below by 5.00pm (WST) on **18/05/2017**.

#### **BY EMAIL**

Scan and email a copy of your form to [hello@automic.com.au](mailto:hello@automic.com.au)

#### **BY FACSIMILE**

+61 2 8583 3040

#### **BY MAIL**

Swift Networks Group Limited  
C/- Automic  
PO Box 2226  
Strawberry Hills NSW 2012

#### **BY HAND DELIVERY (Between Sydney office hours 9.00am – 5.00pm AEST)**

Automic  
Level 3  
50 Holt Street  
Surry Hills, NSW 2010

**YOUR SHARE SALE FACILITY FORM MUST BE RECEIVED BY NO LATER THAN  
5.00PM (WST) ON **18/05/2017****