



ASX

AUSTRALIAN SECURITIES EXCHANGE

ASX Circular**Date:** 18 December 2013**Key topics**

1. Cover-More Group Limited
2. Ordinary shares (ASX code: CVO)
3. Quotation expected to commence at 12:00 pm AEDT on Thursday, 19 December 2013 on a conditional and deferred settlement basis

Reading List

Client Advisers
 Corporate Advisory
 DTR Operators
 Institutions
 Listing Officers
 ASX Settlement Participants
 Office Managers
 Operations Managers (back office)
 Research Analysts
 Share Registries
 ASX Clear Participants
 Market Participants

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COVER-MORE GROUP LIMITED – ADMISSION AND COMMENCEMENT OF OFFICIAL QUOTATION

It is anticipated that Cover-More Group Limited (the "Company") will be admitted to the Official List of ASX Limited ("ASX") on the morning of Thursday, 19 December 2013.

Official quotation of the Company's shares is expected to commence at 12:00pm AEDT on Thursday, 19 December 2013 on a conditional and deferred settlement basis. The Company is expected to raise approximately \$521.2 million pursuant to the offer under its replacement prospectus dated 9 December 2013 by the issue of 260,144,783 ordinary fully paid shares at an issue price of \$2.00 per share.

Quoted Securities: 317,500,000 fully paid ordinary shares

ASX Code: CVO

Time: 12:00pm AEDT

Date: 19 December 2013

ASX Trade Abbreviation: COVERMORE

ISIN: AU000000CVO6

Home Branch: Sydney

Industry Classification: 4030 – Insurance

Registered and Corporate Office:
 Level 2
 60 Miller Street
 North Sydney NSW 2060

Phone: (02) 8907 5125
 Fax: (02) 9202 8001
 Website: www.covermore.com

Company Secretary: John Murphy

Share Registry: Link Market Services Limited
 Level 12
 680 George Street
 Sydney NSW 2000

Phone: (02) 8280 7111
 Fax: (02) 9287 0303

Balance Date: 30 June

<u>CHESS:</u>	Participating. The Company will also operate an issuer sponsored sub-register.
<u>State of Incorporation:</u>	Victoria
<u>Activities:</u>	Provision of specialist and integrated travel insurance and medical assistance and corporate employee assistance
<u>Dividend Policy:</u>	Refer to section 4.10 of the Company's replacement prospectus dated 9 December 2013
<u>Joint Underwriter and Lead Manager:</u>	Macquarie Capital (Australia) Limited No.1 Martin Place Sydney NSW 2000 UBS AG, Australia Branch Level 16, The Chifley Tower 2 Chifley Square Sydney NSW 2000
<u>ASX Restricted Securities:</u>	Nil
<u>Securities not quoted:</u>	Nil

CONDITIONAL AND DEFERRED SETTLEMENT TRADING

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are:

- (i) settlement occurring under the Underwriting Agreement between the Company and the Joint Lead Managers;
- (ii) settlement occurring under the ASTIS Sale Deed, the DTC Sale Deed and the Indian Sale Deed; and
- (iii) the issue of shares to successful applicants under the Offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will be placed in pre-open at 8:30am AEDT on Thursday, 19 December 2013 and trading will commence on a conditional and deferred settlement basis at 12:00pm AEDT on Thursday, 19 December 2013.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Signal E.

The Company is required to advise ASX immediately of the fulfillment or non-fulfillment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfillment of the conditions, ASX will issue a further Circular to participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met by 9:30am AEDT on Monday, 23 December 2013. The Company has agreed to send holding statements on Monday, 23 December 2013, which will mean that the first settlement date will be Tuesday, 31 December 2013.

CONTRACT NOTES FOR CONDITIONAL SALES AND PURCHASES

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

"This contract is conditional upon notification being received by ASX by close of business on Thursday, 2 January 2014 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

INDICATIVE KEY DATES

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 9:30am AEDT on Monday, 23 December 2013. If the conditions are not fulfilled by the close of business on Thursday, 2 January 2014, shares will not be issued and all conditional trades that have occurred since Thursday, 19 December 2013 will be cancelled.

If the conditions are not satisfied by 9:30am AEDT on Monday, 23 December 2013, but are satisfied prior to the close of business on Thursday, 2 January 2014, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Thursday, 19 December 2013	Company admitted to the official list of ASX Commencement of Official Quotation on a conditional and deferred settlement basis – 12:00pm AEDT (ASX Code: CVO)
Friday, 20 December 2013	Last day of conditional trading
Monday, 23 December 2013	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open – by 9:30am AEDT) Trading to commence on a deferred settlement basis only (ASX Code: CVO) Holding statements sent to successful applicants Last day of deferred settlement trading
Tuesday, 24 December 2013	First day of trading on a normal (T+3) settlement basis (ASX Code: CVO)
Tuesday, 31 December 2013	Settlement of all on-market trades conducted on a conditional and deferred settlement basis from 19 to 23 December 2013 (inclusive), and first settlement of trades conducted on a T+3 basis

For further information please refer to the Company's replacement prospectus dated 9 December 2013 or call the Cover-More Offer Information Line on 1800 134 068 (within Australia) or on +61 1800 134 068 (from outside Australia) at any time from 8:30am to 5:30pm AEDT, Monday to Friday.