

23 October 2015

Dear Shareholder

Stargroup Limited fundraising - non-renounceable pro-rata entitlement offer

On behalf of Stargroup Limited ABN 87 061 041 281 (**STL**), I am pleased to invite you to participate in a two (2) for five (5) non-renounceable pro-rata entitlement offer of fully paid ordinary shares in the capital of STL at an offer price of \$0.035 per share. Attached to this offer is a one (1) for two (2) option to acquire one fully paid ordinary share in the capital of STL, issued at a nil issue price, and exercisable at a price of \$0.05 per option within a period of three years from the date of the issue of the option (together, these two components comprise the **Offer**).

If fully subscribed, STL intends to issue 96,213,898 new shares under the Offer and the Offer will raise \$3,367,486. The proceeds of the Offer will be used as follows:

- in part, to pay for the proposed acquisition of Cash Plus Australia Pty Limited's 109 ATM network (and related assets), the details of which were announced to the ASX on 1 October 2015; and
- the balance will be used for general working capital purposes.

The Offer is fully underwritten by Paterson Securities Limited.

The updated key dates associated with the Offer are as follows:

- Rights offer ex date – 26 October 2015
- Rights offer record date – 28 October 2015
- Rights Issue Offer Document (including entitlement and acceptance forms) to be despatched to eligible shareholders – 30 October 2015
- Rights offer opening date – 30 October 2015
- Notice of AGM (including proxy form) and Explanatory Statement to be despatched to shareholders – 30 October 2015
- Rights offer closing date – 23 November 2015 (at 5.00pm AEDT)
- Securities quoted on a deferred settlement basis – 24 November 2015
- Annual general meeting – 30 November 2015
- Issue date and, if approved, completion of acquisition – 30 November 2015
- Normal trading re-commences – 01 December 2015
- Holding statements despatched to shareholders – 02 December 2015

The above timetable may be subject to further change.

Eligible shareholders who wish to participate in the Offer will be entitled to do so under the Rights Issue Offer Document, which is scheduled to be despatched to shareholders on 30

October 2015. The offer document will contain a personalised entitlement and application form. Shareholders with registered addresses on the record date outside of Australia, Hong Kong, New Zealand or Singapore are not eligible to participate in the Offer.

All directors and their controlled entities intend to both take up their rights under the Offer in full.

I look forward to your participation in the Offer. The company thanks you for your continued support.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Todd Zani', written over a faint, circular watermark or stamp.

Todd Zani
CEO and Executive Chairman

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