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ASX / MEDIA ANNOUNCEMENT
5 June 2020

DECMIL COMPLETES DESPATCH OF PROSPECTUS

Decmil Group Limited (ASX: DCG) (“Decmil” or “Company”) is pleased to announce that the Prospectus and accompanying Entitlement and Acceptance Forms, in connection with the accelerated pro rata non-renounceable entitlement offer as announced on 28 May 2020 (“Entitlement Offer”), have been despatched to Eligible Retail Shareholders today.

The retail component of the Entitlement Offer (“Retail Entitlement Offer”) opened today, Friday 5 June 2020 and is expected to close at 5:00pm (WST) on Wednesday 17 June 2020.

Eligible Retail Shareholders who have applied for their entitlement under the Retail Entitlement Offer in full will also be entitled to apply for additional shares in excess of their Entitlement, subject to the terms set out in Section 9.8 of the Prospectus.

Additionally, the Company has sent notices to Ineligible Retail Shareholders, providing details of the Entitlement Offer and advising them that the Entitlement Offer will not be extended to them. A sample of that letter is attached.

An indicative timetable of key dates in relation to the Entitlement Offer is outlined below.

Event	Date
“Ex” date (date Shares are quoted ex-rights) (trading recommences)	Tuesday, 2 June 2020
Record Date for the Entitlement Offer (5:00pm (AWST))	Tuesday, 2 June 2020
Despatch of prospectus and personalised entitlement and acceptance forms to eligible retail shareholders - Retail Entitlement Offer opens	9:00 am (AWST) on Friday, 5 June 2020
Retail Entitlement Offer closes (5:00pm (AWST))	Wednesday, 17 June 2020
Settlement of Retail Entitlement Offer	Tuesday, 23 June 2020
Issue of new shares under the Retail Entitlement Offer	Wednesday, 24 June 2020
Normal trading of new shares issued under the Retail Entitlement Offer expected to commence on ASX	Thursday, 25 June 2020

Note: Dates and times are indicative only and subject to change. The Company reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws, to vary the dates of the Entitlement Offer without prior notice, including extending the Entitlement Offer or accepting late applications, either generally or in particular cases, or to withdraw the Entitlement Offer without prior notice.

Obtaining your forms

Eligible Retail Shareholders (as defined in the Prospectus) will receive a copy of the Prospectus together with an accompanying personalised Entitlement and Acceptance Form.

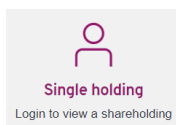
If you have not yet received your physical documents and would like to participate please follow the below steps:

Decmil Group Limited
20 Parkland Road
Osborne Park, Western Australia 6017
T: +61 8 9368 8877 F: +61 8 9368 8878

ASX: DCG
ABN 35 111 210 390

decmil.com

Step 1: Go to www.investorcentre.com/au



Step 2: Click on single holder

Step 3: Enter:

- Your Holder number (including the X or I);
- Postcode / Country (if overseas); and
- Decmil's ASX code (DCG).

Step 4: Go to 'Documents' at the top of the page

Step 5: Click the drop down and download your PDF form

Further information

Further details of the equity raising are set out in the Prospectus lodged on the ASX on Thursday 28 May 2020.

The Prospectus contains important information including key risks and foreign selling restrictions.

If you have any questions in relation to the Offer, please contact the Company Secretary by phone on +61 8 9368 8877 between 8:00am and 5:00pm (WST) Monday to Friday. For other questions, you should consult your broker, solicitor, accountant, financial adviser, or other professional adviser.

This ASX release was authorised by the Board of Decmil Group Limited.

About Decmil

Decmil Group Limited (DGL) offers a diversified range of services to the Australian resources and infrastructure industries. Companies within the group specialise in engineering and construction; accommodation services; and maintenance. Listed on the Australian Securities Exchange (ASX Code: DCG), Decmil's goal is to maximise returns from our operations to deliver value to our shareholders, clients and other stakeholders.

For further information please contact:

Investors:

Mr Dickie Dique, CEO, Decmil
Ph 08 9368 8877

Mr Peter Thomas, CFO, Decmil
Ph 08 9368 8877

Media:

Mr Stuart Carson
FTI Consulting, Strategic Communications
Ph 0403 527 755

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Dear Shareholder

Decmil Group Limited – Rights Issue

As announced on 28 May 2020, Decmil Group Limited ACN 111 210 390 (ASX: DCG) (**Decmil** or the **Company**) is making an accelerated non-renounceable entitlement offer to shareholders to subscribe for 4.2 new fully paid ordinary shares in Decmil Group Limited for every 1 share held as at 5.00pm on 2 June 2020 (**Record Date**), to raise approximately A\$50 million (**Entitlement Offer**).

Further details of the offer are set out in the prospectus dated 28 May 2020 (**Prospectus**). A copy of the Prospectus is available at www.decmil.com and may not be distributed to, or relied on by, persons outside a Qualifying Jurisdiction (defined below) or US Persons. Unless separately defined, capitalised terms used in this letter have the meaning given to them in the Prospectus.

Hartleys Limited ACN 104 195 057, AFSL 230052 (**Lead Manager**) has acted as the lead manager and arranger of the partial underwriting for the Entitlement Offer.

Who is eligible to participate in the Retail Entitlement Offer?

The Retail Entitlement Offer is being made to "Eligible Retail Shareholders" as at the Record Date.

"Eligible Retail Shareholders" are those shareholders who:

- (a) are registered as a holder of Shares as at the Record Date;
- (b) have an address on the Company's share registered in Australia, New Zealand, Norway, Hong Kong, Singapore or the United Kingdom (and continue to be a registered holder of Shares as at the Record Date) (**Qualifying Jurisdictions**);
- (c) are not in the United States; and
- (d) are not a person in the United States or acting for the account or benefit of US Persons (as defined, to that extent,

but are not an investor:
- (e) who the Lead Manager determines may receive an offer on behalf of the Company under the Institutional Entitlement Offer and:
 - (i) if in Australia, who is an "exempt investor" as defined in ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84; or
 - (ii) in any other case, to whom offers for issue of New Shares may lawfully be made under the applicable laws of New Zealand, Norway, Hong Kong, Singapore or the United Kingdom without any other lodgement, registration or approval with or by a Government Agency (other than one with which the Company is willing to comply), provided that such a person is not in the United States.

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The restrictions upon eligibility are due to a number of factors, including the number of registered shareholders in countries outside of the Qualifying Jurisdictions, the number and value of Shares they hold and the potential cost of complying with applicable regulations in such countries.

Having regard to these factors and pursuant to the ASX Listing Rules and the Corporations Act, the Company has decided that it is unreasonable to make or extend offers under the Retail Entitlement Offer to shareholders who have registered addresses outside of the Qualifying Jurisdictions.

Unfortunately, you do not satisfy the eligibility criteria described above for being an "Eligible Retail Shareholders" according to the Company's shareholder register. As such, the Company wishes to advise you that it will not be extending the Retail Entitlement Offer to you and you will not be able to subscribe for New Shares under the Retail Entitlement Offer.

The Company has appointed Hartleys as the Company's nominee for foreign Ineligible Shareholders for the purposes of section 615 of the Corporations Act (Foreign Holder Nominee). Pursuant to the agreement with the Foreign Holder Nominee, the Company will transfer to the Foreign Holder Nominee the rights that would otherwise be issued to foreign Ineligible Shareholders and the Foreign Holder Nominee will then sell those rights and provide the proceeds of those sales (net of expenses) to the Company. The Company will then distribute to each of those foreign Ineligible Shareholders their proportion of the proceeds of the sale in excess of the Offer Price, net of selling expenses. For further information about the Entitlement Offer, please contact the Company's information line as set out in the Prospectus.

Thank you for your continued support of the Company.

Yours faithfully



Alison Thompson
Company Secretary

Important information

This letter is issued by Decmil. This letter is not a prospectus or offering document under Australia law or under any other law. It is for information purposes only and does not constitute an offer, invitation or recommendation to subscribe for, retain, purchase or sell any securities in Decmil in any jurisdiction.

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of, any person in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of New Shares in any jurisdiction outside Australia or New Zealand. In particular, the New Shares have not been, and will not be, registered under the US Securities Act of 1933 (**Securities Act**) or the securities laws of any state or other jurisdiction of the United States. The entitlements may not be taken up by, and the New Shares may not be offered or sold to, persons in the United States or persons who are acting for the account or benefit of persons in the United States, except in a transaction exempt from, or not subject to, the registration requirements of the Securities Act. No documents relating to the Entitlement Offer may be sent or distributed, in whole or in part to persons in the United States or to persons that are acting for the account or benefit of any person in the United States.

This letter may not be released or distributed in the United States.