

# PRESS RELEASE



For Immediate Release  
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*Not for release in the United States*

## **ANSELL LIMITED LAUNCHES A\$338 MILLION UNDERWRITTEN INSTITUTIONAL PLACEMENT AND SHARE PURCHASE PLAN**

**26 November 2013, Melbourne, Australia** – Ansell Limited (ASX:ANN) announced to the ASX earlier today that it had reached an agreement to acquire BarrierSafe Solutions International ("BarrierSafe") from Odyssey Investment Partners and others for a total consideration of approximately US\$615 million, subject to certain adjustments (the "Acquisition"). The Acquisition will be funded by committed debt facilities as well as the raising of new equity through a fully underwritten private placement and a portion of a non-underwritten share purchase plan ("SPP") to all eligible shareholders in Australia and New Zealand.

Ansell Limited announces it will undertake a fully underwritten institutional placement to raise approximately A\$338 million ("Placement") and a non-underwritten SPP capped at A\$100 million.

The proceeds from the Placement will be used to partially fund the Acquisition, assuming regulatory approvals are obtained and the transaction completes.

A portion of the proceeds from the SPP will be used to fund the Acquisition, with additional capital available to support group liquidity and growth initiatives.

BarrierSafe is a leading North American provider of single-use gloves with flagship brands including Microflex<sup>®</sup> and Onguard<sup>™</sup>. Further information regarding the Acquisition is contained in the investor presentation released on the ASX today.

### *Underwritten Placement*

The Placement will be conducted by way of an institutional bookbuild to sophisticated and institutional investors at a fixed price of A\$18.50 per share ("Placement Price") to be issued under the Placement ("New Share"). The Placement Price per New Share represents a discount of 4.9% to the last closing price on 25 November 2013. New Shares issued under the Placement will rank equally with existing Ansell shares.

Settlement of the Placement is expected on 2 December 2013, with allotment expected on 3 December 2013. The Placement will be made within Ansell's placement capacity and accordingly shareholder approval will not be required.

### *Share Purchase Plan*

Investors on Ansell's share register at 7.00pm (AEDT) on the Record Date of 25 November 2013 and whose registered address on the share register is in Australia or New Zealand will be entitled to subscribe for up to A\$15,000 worth of Ansell's shares, subject to the terms and conditions that will be set out in the SPP Booklet to be despatched to eligible shareholders in due course.

Participation in the SPP is optional and shares issued under the SPP will rank equally with existing Ansell shares.

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The issue price of shares issued under the SPP will be the lower of (i) the Placement Price and (ii) a 2.5% discount to the volume weighted average price ("VWAP") of Ansell's shares during the pricing period which is scheduled to occur from 12 December 2013 to 18 December 2013.

Ansell intends to limit the amount raised through the SPP to A\$100 million. Ansell reserves the right to scale back applications under the SPP including to a level below the stated cap.

The SPP is open from 9.00am (AEDT) 4 December 2013 to 5.00pm (AEDT) 18 December 2013. Further details will be sent to eligible shareholders in due course.

Indicative Placement and SPP timetable:

**Placement**

Commence trading halt	26 November 2013
Placement bookbuild	26 November 2013
Trading halt lifted and re-commence trading	27 November 2013
Settlement of New Shares	2 December 2013
Allotment of New Shares	3 December 2013
New Shares commence trading on ASX	3 December 2013

**SPP**

Record date	7.00pm (AEDT) on 25 November 2013
Offer opens	9.00am (AEDT) on 4 December 2013
Offer closes	5.00pm (AEDT) on 18 December 2013
Announce SPP offer results	23 December 2013
New SPP offer shares issued	27 December 2013
Quotation of new shares issued under SPP on ASX	31 December 2013

This timetable is indicative only and subject to change. Ansell reserves the right to alter the above dates at its discretion and without notice, subject to the ASX Listing Rules and the Corporations Act.

UBS is acting as the sole financial adviser to Ansell, and Drinker Biddle & Reath LLP and Baker & McKenzie are its legal advisers.

Ansell will host an investor webcast to discuss further details of the acquisition on November 26, 2013 at 10:30am (AEDT) / November 25, 2013 at 6:30pm (US EST), and 11.30pm (London GMT). To access this webcast, please refer to the following information:

- Primary dial-in #'s:  
US and Canada: 866 3188 616 (toll free)  
Australia: 1800 002 971 (toll free) / +61 (0) 2 8223 9376
- Country specific international dial-in #'s:  
[http://www.btconferencing.com/globalaccess/?bid=288\\_attended](http://www.btconferencing.com/globalaccess/?bid=288_attended)
- Participant passcode: 21707471
- Webcast Link: <http://www.media-server.com/m/p/yk2jxudb>

**ENDS**

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**About the Placement and SPP**

Further information in relation to the specific details of the Placement and SPP described in this press release including important notices and key risks in relation to certain forward looking information is set out in an investor presentation released on 26 November 2013 by Ansell. The information in the 'Important Notice and Disclaimer' and 'Key Risks' sections of the investor presentation applies to this press release as if set out in full in this press release. This press release includes "forward looking statements" within the meaning of securities laws of applicable jurisdictions. Forward looking statements can generally be identified by the use of the words "anticipate", "believe", "expect", "project", "forecast", "estimate", "likely", "intend", "should", "could", "may", "target", "plan" "guidance" and other similar expressions. Indications of, and guidance on, future earning or distributions and financial position and performance are also forward-looking statements. Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Ansell, and its officers, employees, agents or associates, that may cause actual results to differ materially from those expressed or implied in such statement. Actual results, performance or achievements may vary materially from any projections and forward looking statements and the assumptions on which those statements are based. Readers are cautioned not to place undue reliance on forward looking statements and Ansell assumes no obligation to update such information.

**Important Notice**

This press release has been prepared for publication in Australia and may not be released in the United States. This press release does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this press release have not been, and will not be, registered under the U.S. Securities Act of 1933 ("US Securities Act"). The securities to be offered and sold in the Placement may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and applicable US state securities laws. The securities to be offered and sold in the SPP will only be offered and sold to eligible shareholders in Australia and New Zealand in offshore transactions in reliance on Regulation S under the US Securities Act.

**About Ansell**

Ansell is a world leader in providing superior health and safety protection solutions that enhance human well-being.

With operations in North America, Latin America/Caribbean, EMEA and Asia, Ansell employs more than 13,000 people worldwide and holds leading positions in the personal protective equipment and medical gloves market, as well as in the sexual health and well-being category worldwide. Ansell operates in four main business segments: Medical Solutions, Industrial Solutions, Specialty Markets and Sexual Wellness.

Information on Ansell and its products can be found at [www.ansell.com](http://www.ansell.com).



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