



**Wesfarmers Limited**

ABN 28 008 984 049

# NEWS

6 November 2006

## **WESFARMERS ACQUIRES MORE THAN 90 PER CENT OF OAMPS LTD SHARES AND PROCEEDS WITH COMPULSORY ACQUISITION**

Wesfarmers Insurance Investments Pty Ltd (Wesfarmers) today announced that, as at 3 November 2006, it had acquired a relevant interest in 90.77 per cent of the issued shares in OAMPS Ltd (OAMPS) under its takeover bid for OAMPS (Offer).

The Offer is due to close at 7:00 pm Melbourne time on Friday 10 November 2006.

In accordance with its stated intentions as set out in its Bidder's Statement, Wesfarmers will now proceed under section 661B of the Corporations Act 2001 (Cth) to compulsorily acquire all of the outstanding shares in OAMPS. A formal notice of compulsory acquisition and accompanying letter to be sent to OAMPS shareholders is attached.

The Managing Director of Wesfarmers Limited, Richard Goyder, said the company was very pleased with the outcome of its bid announced in September.

“As I said at that time, the acquisition of OAMPS will add value for our shareholders in an area in which we have expertise and have achieved very good results,” he said.

“An integration plan has been developed and we very much look forward to welcoming OAMPS employees into the Wesfarmers group under the leadership of Bob Buckley, Managing Director of our Insurance Division.”

If OAMPS shareholders have any questions in relation to the Offer or accepting it, they should call the Offer Information Line on 1300 653 986 (within Australia) (toll free) or + 61 3 9415 4213 (outside Australia), which is available Monday to Friday between 9:00 am and 5:00 pm (Melbourne time), or consult their financial or other professional adviser.



6 November 2006

Dear OAMPS Shareholder

**Outstanding ordinary shares in OAMPS Ltd (OAMPS) – NOTICE OF COMPULSORY ACQUISITION**

As a result of acquiring a relevant interest in more than 90% of OAMPS shares, Wesfarmers Insurance Investments Pty Ltd ABN 63 105 168 876 (**Wesfarmers**) will be entitled to acquire compulsorily any OAMPS shares which are not acquired under its takeover bid for OAMPS (**Offer**).

**OAMPS SHAREHOLDERS WHO HAVE ALREADY VALIDLY ACCEPTED THE OFFER SHOULD DISREGARD THIS LETTER.**

OAMPS shareholders who have their shares acquired compulsorily will receive the same consideration as they would if they accepted the Offer, however they will be paid later than if they accept the Offer.

On that basis, if you have not yet accepted the Offer you should do so as soon as possible, to accelerate receipt of your payment and avoid the at least 4 to 6 week delay which will occur in paying OAMPS shareholders whose shares will be acquired compulsorily. Shareholders who have not yet validly accepted the Offer but who validly accept the Offer now it is unconditional will be sent their Offer consideration within 7 days of acceptance. Acceptance forms for the Offer may be sent by fax to Computershare Investor Services Pty Limited: within Australia (08) 9323 2033 and from outside Australia +61 8 9323 2033.

Acceptance forms sent in this manner will be treated as valid if:

- (a) the Acceptance form is completed and signed in accordance with the Offer and the instructions on the Acceptance form, and is sent together with all the other documents required by the instructions on it; and
- (b) the facsimile transmission is received (evidenced by a confirmation of successful transmission) before the end of the Offer period.

Where an Acceptance form is sent by fax, the original Acceptance form (including any documents required by the instructions on the Acceptance form) **MUST STILL BE MAILED OR DELIVERED IN ACCORDANCE WITH THE INSTRUCTIONS ON THE ACCEPTANCE FORM**, and (in accordance with clause 11 of the Offer) Wesfarmers will not be obliged to pay you the consideration for your OAMPS shares until it receives all those documents.

**The Offer is due to close at 7 pm (Melbourne time) on Friday 10 November 2006.**

The formal notice of compulsory acquisition **enclosed** with this letter relates to Wesfarmers' wish to compulsorily acquire your outstanding shares in OAMPS.

If your shares are compulsorily acquired, then subject to the completion of the compulsory acquisition procedures, the consideration for the acquisition of your shares will be held in trust by OAMPS pending your instructions as to how it is to be dealt with.

2.

If you lodged an acceptance form relating to the Offer but did not lodge all the requisite documents with your acceptance form, Wesfarmers has treated your incomplete acceptance as invalid. If the compulsory acquisition procedures are completed, however, your ordinary shares will be acquired on the terms that were applicable under the Offer and without any need for you to lodge with Wesfarmers all of the documents required or complete any of the outstanding requirements for a valid acceptance of the Offer.

If you have any questions in relation to the Offer or accepting it, you should call the Offer Information Line on 1300 653 986 (within Australia)(toll free) or + 61 3 9415 4213 (outside Australia), which is available Monday to Friday between 9 am and 5pm (Melbourne time), or consult your financial or other professional adviser.

Yours faithfully

**Gene Tilbrook**  
**Director of Wesfarmers Insurance Investments Pty Ltd**

ASIC registered agent number 8833  
**lodging party or agent name** BLAKE DAWSON WALDRON  
office, level, building name or PO Box no PO BOX 7438 CLOISTERS SQUARE  
street number & name  
suburb/city PERTH state/territory WA postcode 6850  
telephone (08) 9366 8000  
facsimile (08) 9366 8111  
DX number 169 suburb/city PERTH  
Ref BWK DBR 02 1404 5221

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	ASS. <input type="checkbox"/> REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/> REQ-P <input type="checkbox"/>
	PROC <input type="checkbox"/>

Australian Securities &amp; Investments Commission

form **6021**

Notice of  
**compulsory acquisition  
following takeover bid**

Corporations Act 2001  
661B(1)(a)

- To \_\_\_\_\_ (1)  
Securities of OAMPS Ltd (ABN 63 006 743 719) (2) ("the Company")
- Under an Off Market Bid offers were made by WESFARMERS INSURANCE INVESTMENTS PTY LIMITED (ABN 63 105 168 876) (3) in respect of the acquisition of ORDINARY SHARES (4) in the Company. The offers are scheduled to close close on 10 NOVEMBER 2006 AT 7:00 PM (MELBOURNE TIME) (5).
  - You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.
  - The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ("the Act") that the bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire those securities.
  - Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.
  - Under section 661E of the Act, you have the right, within one month after being given this notice or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, to apply to the Court for an order that the securities not be compulsorily acquired.
  - The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before this notice was given.
  - Unless on application made by you under section 661E within one month after being given this notice (as referred to in paragraph 5 of the notice) or within 14 days after being given a statement under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

**Signature**print name **GENE TILBROOK**capacity **DIRECTOR****sign here**date /11/2006**DIRECTIONS**

- \* Delete whichever does not apply
- Name and address of holder
  - Name of target company or body.
  - Name of bidder.
  - Insert description of class of securities to which the bid related.
  - Insert date offers closed or are scheduled to close.
  - Insert paragraph 5 only where alternative terms are included in the offer.
  - Insert details of alternative terms.
  - Set out the terms that will apply.