



Water, the liquid of life

ASX release

7 April 2016

Waterco announces on-market share buy-back

Waterco Limited (ASX: WAT) (**Company**) intends to implement an on market share buy-back (**On Market Buy-Back**) for up to 2.47 per cent of the Company's issued capital or approximately 925,925 ordinary shares over 12 months.

The On Market Buy-Back will comply with the '10/12 limit' permitted by the Corporations Act and ASX Listing Rules and therefore does not require shareholder approval.

The purpose of the On Market Buy-Back is to improve shareholder returns, enhance capital efficiency, and maintain sufficient flexibility to pursue future growth and investment opportunities.

The Company will be permitted to buy-back as early as 7 April 2016. The actual number of shares purchased under the On Market Buy-Back will depend on the prevailing share price, business and market conditions and corporate regulation considerations. The share price will be no more than 5% above the volume weighted price over the 5 trading days prior to purchase.

In accordance with the ASX listing rules an Appendix 3C is attached.

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity

ABN/ARSN

Waterco Limited (ASX: WAT)

62 002 070 733

We (the entity) give ASX the following information.

Information about buy-back

- | | | |
|---|--|---|
| 1 | Type of buy-back | On-market buy-back (within 10/20 limit) |
| 2 | ⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference) | Ordinary shares |
| 3 | Voting rights (eg, one for one) | One for one |
| 4 | Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding) | Fully paid |
| 5 | Number of shares/units in the ⁺ class on issue | 37,339,244 ordinary shares |
| 6 | Whether shareholder/unitholder approval is required for buy-back | Not required (within 10/20 limit) |
| 7 | Reason for buy-back | To improve shareholder returns, enhance capital efficiency, and maintain sufficient flexibility to pursue future growth and investment opportunities. |

⁺ See chapter 19 for defined terms.

Appendix 3C Announcement of buy-back

8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)	Not applicable
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On-market buy-back

9	Name of broker who will act on the company's behalf	Ord Minnett Limited
10	Deleted 30/9/2001.	
11	If the company/trust intends to buy back a maximum number of shares - that number <small>Note: This requires a figure to be included, not a percentage.</small>	Up to a maximum of 925,925 ordinary shares. That number of shares having an aggregate value of up to A\$1,000,000.
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	Buy-back to commence on 7 April 2016 and will continue until 6 April 2017 or earlier if completed before that date. The Company reserves the right to vary, suspend or terminate the buy-back at any time.
13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	Not applicable

Employee share scheme buy-back

14	Number of shares proposed to be bought back	Not applicable
15	Price to be offered for shares	Not applicable

+ See chapter 19 for defined terms.

Selective buy-back

- | | | |
|----|--|----------------|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | Not applicable |
| 17 | Number of shares proposed to be bought back | Not applicable |
| 18 | Price to be offered for shares | Not applicable |

Equal access scheme

- | | | |
|----|---|----------------|
| 19 | Percentage of shares proposed to be bought back | Not applicable |
| 20 | Total number of shares proposed to be bought back if all offers are accepted | Not applicable |
| 21 | Price to be offered for shares | Not applicable |
| 22 | +Record date for participation in offer
<small>Cross reference: Appendix 7A, clause 9.</small> | Not applicable |

+ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  Date: 7/4/2016
(Director/Company secretary)

Print name: BEE HONG LEO
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⁺ See chapter 19 for defined terms.