



ASX Announcement

Sirius Corporation Announces 1 for 6 Underwritten non-renounceable Rights Issue to Raise \$500K

26 November 2009

The Board of Sirius Corporation Limited (ASX:SIU) is pleased to announce an underwritten non renounceable rights issue (**Rights Issue**) offering shareholders whose registered addresses are within Australia and New Zealand (**Eligible Shareholders**) one fully paid ordinary share for every six fully paid ordinary shares held as at 7.00pm on Friday 4 December 2009 (**Rights Issue Shares**) to raise \$500,000.

Fractional entitlements will be rounded down to the nearest whole number. The Company will make an application for the quotation of the Rights Issue Shares on ASX. Rights Issue Shares will rank equally with the Company's fully paid ordinary shares on issue.

In addition to being able to apply for Rights Issue Shares under the Rights Issue, shareholders (excluding KMG Finance Pty Ltd, the directors and their respective associates) who take up their full entitlement under the Rights Issue will be able to apply for additional Shares out of any Rights Issue Shares that are not subscribed for in the Rights Issue (**Shortfall Facility**).

KMG Finance Pty Ltd, which holds approximately 4.94% of the issued shares in the capital of SIU, will take up its full pro-rata entitlement under the Rights Issue of approximately \$24,744 and will provide an additional underwriting commitment in respect of the balance of the Rights Issue Shares of approximately \$475,256.

Accordingly, the amount to be received by the Company pursuant to the Rights Issue will be approximately \$500,000 before costs and expenses.

Key Terms of the Rights Issue

Type of Offer	Non renounceable rights issue
Issue Ratio	1 New Share for every 6 Shares held
Issue Price	\$0.03 cents per New Share
Issue Price discount	Approximately 25% to the market closing price of \$0.04 per share on 25 November 2009
Record Date	Friday 4 December 2009
New Shares issued	Approximately 16,705,454
Funds Raised	Approximately \$500,000 before costs
Underwriter	KMG Finance Pty Ltd ACN 074 633 702
Underwriting Fee	Approximately \$50,000

Shareholder approval of the Rights Issue is not required. The Rights Issue is undertaken without a prospectus in accordance with section 708AA of the *Corporations Act 2001 (Cth)* (**Act**). The notice required under section 708AA(7) of the Act is attached.

The Company will despatch to Eligible Shareholders an Offer Letter, setting out the terms of the Rights Issue together with a personalised Entitlement and Acceptance Form, on or about 9 December 2009 with instructions on how Eligible Shareholders may accept their entitlement.

Timetable¹

Initial announcement of Rights Issue and lodgement of Appendix 3B and s708AA notice	Thursday 26 November 2009
Dispatch of letter to shareholders	Friday 27 November 2009
"Ex" Date (ie date from which securities commence trading without the entitlement to participate in the Rights Issue)	Monday 30 November 2009
Record Date (ie date for determining entitlement to participate in the Rights Issue)	Friday 4 December 2009
Despatch of Offer Document and personalised Entitlement and Application Form	Wednesday 9 December 2009
Closing Date (Last day for acceptance and payment in full)	Wednesday 23 December 2009
Company notifies ASX of under-subscriptions	Tuesday 29 December 2009
Second Cleansing Statement lodged with ASX (section 708A(5))	Wednesday 30 December 2009
Allotment of Rights Issue Shares	Thursday 31 December 2009
Despatch of holding statements and trading of Rights Issue Shares expected to commence on ASX	Monday 4 January 2010

¹*This timetable is indicative only. The Company reserves the right, subject to the ASX Listing Rules, to amend the indicative timetable. In particular, the company reserves the right to extend the closing date or to withdraw the Rights Issue without prior notice.*

Use of Funds

The funds raised will, after payment of costs and expenses, be applied for general corporate purposes to fund existing operations including the working capital requirements arising from new contracts the Company has recently been awarded and payment of failed acquisition costs incurred last financial year.

Group Managing Director Mr Frank Licciardello said *"This financing, against a backdrop of continuing organic growth and current profitability and Sirius' commitment to its objectives, leaves the Company well placed to continue creating shareholder value."*

An Appendix 3B applying for quotation of the new shares under the Rights Issue is attached.

For further information, please contact:

Frank Licciardello, Managing Director (03) 9520 7941 0411 708 933

About Sirius Corporation Ltd

Sirius is a long established software and services company that underwent a change in focus in 2006/07. Its focus is on providing software and services to large enterprises. The company operates via a federated or hub-and-spoke model which involves Sirius acting as a holding company (hub) for a number of software and service companies. The company is pursuing an acquisition-led growth strategy, which envisages strong growth and profitability over the next few years.
www.sirius.com.au

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Sirius Corporation Limited

ABN

94 050 240 330

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | Fully Paid Ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 16,705, 454 Fully Paid Ordinary shares |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Fully Paid Ordinary Shares ranking equally in all respects with existing quoted ordinary shares |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Yes</p>				
<p>5 Issue price or consideration</p>	<p>3.0 cents per New Share</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>For general corporate purposes to fund existing operations including the working capital requirements arising from new contracts the Company has recently been awarded and payment of failed acquisition costs incurred last financial year.</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>4 January 2010</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="710 1554 1018 1590">Number</th> <th data-bbox="1018 1554 1308 1590">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="710 1590 1018 1816">116,938,180</td> <td data-bbox="1018 1590 1308 1816">Ordinary Fully Paid Shares</td> </tr> </tbody> </table>	Number	+Class	116,938,180	Ordinary Fully Paid Shares
Number	+Class				
116,938,180	Ordinary Fully Paid Shares				

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	
	Nil	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	
	N/A	

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non renounceable
13	Ratio in which the +securities will be offered	1 New Share for every Six Shares held as at the Record Date
14	+Class of +securities to which the offer relates	Fully Paid Ordinary Shares
15	+Record date to determine entitlements	4 December 2009
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Fractional entitlements will be rounded down to the nearest whole number
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	All countries other than Australia and New Zealand

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

19	Closing date for receipt of acceptances or renunciations	23 December 2009
20	Names of any underwriters	KMG Finance Pty Ltd
21	Amount of any underwriting fee or commission	Approximately \$50,000
22	Names of any brokers to the issue	None
23	Fee or commission payable to the broker to the issue	n/a
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺ security holders	n/a
25	If the issue is contingent on ⁺ security holders' approval, the date of the meeting	n/a
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	On or about 9 December 2009
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	n/a
28	Date rights trading will begin (if applicable)	n/a
29	Date rights trading will end (if applicable)	n/a
30	How do ⁺ security holders sell their entitlements <i>in full</i> through a broker?	n/a
31	How do ⁺ security holders sell	n/a

+ See chapter 19 for defined terms.

part of their entitlements through a broker and accept for the balance?

32 How do ⁺security holders dispose of their entitlements (except by sale through a broker)?

n/a

33 ⁺Despatch date

4 January 2010

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders

36 If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories

1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional ⁺securities

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Entities that have ticked box 34(b)

38 Number of securities for which
 +quotation is sought

39 Class of +securities for which
 quotation is sought

40 Do the +securities rank equally in
 all respects from the date of
 allotment with an existing +class
 of quoted +securities?

If the additional securities do not
 rank equally, please state:

- the date from which they do
- the extent to which they
 participate for the next
 dividend, (in the case of a
 trust, distribution) or interest
 payment
- the extent to which they do
 not rank equally, other than in
 relation to the next dividend,
 distribution or interest
 payment

41 Reason for request for quotation
 now

Example: In the case of restricted securities, end
 of restriction period

(if issued upon conversion of
 another security, clearly identify
 that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

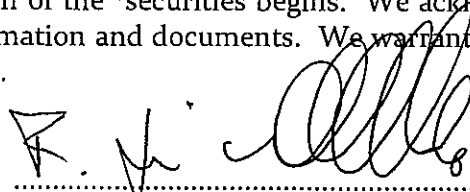
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:


.....
(Director/Company secretary)

Date: 26/11/09
.....

Print name:

FRANCESCO LICCIARDELLO
.....

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+ See chapter 19 for defined terms.