



5th January 2010

ASX/MEDIA RELEASE

**Azurn to Acquire 100% of ThorSol Pty Ltd - a Leading
Technology Provider**

Azurn announced today that it has signed a Share Purchase Agreement by which it plans to acquire ThorSol Pty Ltd (ThorSol) (ABN 43 127 715 904). ThorSol is a significant product and services ICT company focused on safety, security and emergency management. It develops and provides sensors, products and systems to clients in asset management, OH&S, mass transit, road engineering, emergency services and advanced technology development. Its clients are private corporations and domestic and international governments.

The basis of the transaction is the merging of business activities of Azurn and ThorSol.

Azurn International Ltd would at the time of the merger acquire 100% interest in ThorSol Pty Ltd in return for issuing approximately 750,464,805 shares in Azurn International Ltd to Capital Technic Group Pty Ltd and related parties who own ThorSol (the Vendors). Effectively ThorSol Group shareholders will end up owning 75% of the combined entity with adjustments based on company performance. If the EBIT of the company as calculated in accordance with the accounting standards as used by the company in the preparation of its audited accounts for the period from 1st January 2010 to 31st December 2010 is equal to or greater than \$11.25million then the Vendors will be issued with additional Azurn shares. The number of shares issued could increase the Vendors shareholding up to a maximum of 80% which would be achieved if the company EBIT exceeds \$14.80million, subject to potential minor adjustments.

The completion is subject to due diligence by both parties and necessary statutory and shareholder approvals for the merger.

As at 30 June 2009 ThorSol had revenue of \$ 24,277,000 with an EBIT of \$7,248,000.

The transaction is based on an Azurn International Ltd share price of \$0.095 per share, which would value the merged business at \$90.0 million (plus the amount of any interim capital raised).

The planned transaction achieves Azurn' objectives by making Azurn a part of a much larger ICT market focused company with a wider sales capability (both locally and internationally) while having access to complementary products which are sold to the same client sector, but wider in scope and capability than our existing products.



Merger benefits

The proposed merger between Azurn International and ThorSol is strategic for these reasons:

- Both companies are leaders in their respective niches in the ICT markets;
- Azurn's communications platform and educational market offerings fit within ThorSol's strategic vision;
- Access to ThorSol's financing products will accelerate Azurn's rollout of MERLIN platform based multi-media products to the market
- Technologies, products and System Integration capabilities from each company have immediate application within the other company;
- International sales and marketing resources of both companies can be integrated;
- Cross selling from the multiple business divisions of the merged companies will provide expanded sales opportunities to clients;
- Governance is continued, drawing on the strengths of Directors and Advisors from both organisations;
- The Board of Azurn will be augmented by additional Directors from ThorSol Pty Ltd;
- The expanded public company provides an enhanced capacity for targeted M&A to expand the company's market shares in key vertical markets;
- The significantly strengthened balance sheet will enable more significant and strategic customer sales opportunities;
- Technology resources of the merged companies are complementary and are significantly enhanced over Azurn International's existing resources; and
- Large administration cost savings can be expected to occur.

The proposed merger will also liberate additional value for shareholders from

- Enhanced profitability;
- Expanded financial resources and financial strength;
- Reduced overhead cost, amortized over the expanded business base; and
- New sales opportunities by cross selling to clients of the larger merged company.

General Meeting to approve ThorSol Acquisition

- During January 2010, Azurn will release further information and documents for the purpose of approving the acquisition of ThorSol.
- A Notice for an Extraordinary General Meeting ("EGM") to approve the acquisition including an Independent expert report will be sent out to shareholders
- The EGM is expected to be held in mid March 2010;
- Azurn Directors will unanimously recommend that shareholders approve the transaction.

Azurn may need to raise approximately AU\$2m for working capital to support the proposed acquisition.



For further information, please contact:

For more information please visit the Company's website at: www.azurn.com.au

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About Azurn International Limited

Azurn International is a global provider of ICT Convergence Business Solutions that boost workplace efficiency, customer service and educational enablement. It's vision is to "empower our communities". The company's core capabilities lie in Unified Communication and Online Publishing technologies.

The company's patented communication technologies seamlessly combine a wide range of voice, data and video sources that enable real time multi-party interactivity via its core platform MERLIN. The company's publishing technology and products enable large volumes of printed material to be converted to XML content for online distribution and access.

Headquartered in Melbourne, Australia, Azurn has a direct presence in five markets – Australia, Singapore, India, USA and the UK, and operates world-class development centers in Bangalore, Pune and Coimbatore in India. The Company has over 370 employees worldwide.

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