



Announcement Summary

Entity name

RETAIL FOOD GROUP LIMITED

Date of this announcement

Thursday August 26, 2021

The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Performance Rights	22,555,210	26/08/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

RETAIL FOOD GROUP LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

31106840082

1.3 ASX issuer code

RFG

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

26/8/2021



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☒ does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code

New class - code to be confirmed

+Security description

Performance Rights

+Security type

Other

ISIN code**Date the +securities the subject of this notification were issued**

26/8/2021

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Matthew Marshall	Matthew Marshall	3,332,390
Peter McGettigan	Peter McGettigan	1,809,173
Damian Zammit	Damian Zammit	1,443,941
Anthony Mark Connors	Anthony Mark Connors	1,435,447
Nicola Swarbrick	Nicola Swarbrick	968,290

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

Senior Manager Equity Incentive Plan Rules provided to the ASX on 26 August 2021

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

Senior Manager Equity Incentive Plan Rules provided to the ASX on 26 August 2021

Any other information the entity wishes to provide about the +securities the subject of this notification

Performance Rights issued to eligible senior managers in accordance with the Senior Manager Equity Incentive Plan Rules provided to the ASX on 26 August 2021. Of the 22,555,210 Performance Rights:

- 3,900,057 were granted under the RFG STI Plan



- 18,655,153 were granted under the RFG LTI Plan
Performance Rights vest subject to the satisfaction of certain market and non-market performance hurdles

Issue details

Number of +securities

3,900,057

Number of +securities

18,655,153

For personal use only

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
RFG : ORDINARY FULLY PAID	2,120,095,198

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
RFGAB : PERFORMANCE RIGHTS	12,000,000
New class - code to be confirmed : Performance Rights	22,555,210



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

☒ No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☒ No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

22,555,210 Performance Rights

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No