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Equity Trustees

REGAL FUNDS MANAGEMENT

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

6 October 2021

REGAL INVESTMENT FUND (ASX: RF1) – NOTICE UNDER SECTION 1012DAA(2)(F) OF THE CORPORATIONS ACT 2001 (CTH) AS MODIFIED BY ASIC CORPORATIONS (NON-TRADITIONAL RIGHTS ISSUES) INSTRUMENT 2016/84

Equity Trustees Limited (ABN 46 004 031 298, AFSL 240975) (**EQT**) as responsible entity of Regal Investment Fund ARSN 632 283 384 (**RF1**) announced today an accelerated non-renounceable entitlement offer (**Entitlement Offer**) of 1 unit in RF1 (**New Units**) for every 3 units in RF1 held by all holders with registered addresses in Australia and New Zealand (**Eligible Unitholders**) as at 7.00pm (Sydney time) on Friday, 8 October 2021 (the **Record Date**) and certain institutional holders as at the Record Date in other jurisdictions in which EQT makes offers, along with a placement of New Units to institutional and wholesale investors (**Placement**).

EQT gives notice under section 1012DAA(2)(f) of the Corporations Act 2001 (Cth) (**Corporations Act**) as modified by ASIC Instrument 2016/84 (**ASIC Instrument)** that:

1. EQT will offer New Units in RF1 for issue pursuant to the Entitlement Offer without a product disclosure statement for the units in RF1 being prepared;
2. As a disclosing entity, EQT (as the issuer of units in RF1) is subject to regular reporting and disclosure obligations in respect of RF1;
3. As at the date of this notice, EQT has complied with:
   a. the provisions of Chapter 2M of the Corporations Act as they apply to RF1; and
   b. section 674 of the Corporations Act as it applies to RF1;
4. There is no "excluded information" within the meaning of sections 1012DAA(8) and 1012DAA(9) of the Corporations Act which is required to be disclosed under section 1012DAA(7)(e) of the Corporations Act; and
5. The potential effect that the Entitlement Offer will have on control of RF1 and the consequences of that effect will depend upon a number of factors, including investor demand, whether substantial holders of RF1 take up their entitlements under the Entitlement Offer and the general level of take up under the Entitlement Offer (as it is not underwritten). Further, the Entitlement Offer is being conducted in conjunction with a Placement and the directors of EQT have also reserved the discretion to place any shortfall under the Entitlement Offer to institutional and wholesale investors at the conclusion of the Entitlement Offer (**Shortfall Placement**). The potential effect that the issue of the New Units under the Entitlement Offer will have on the control of RF1 is as follows:
   a. if all Eligible Unitholders take up all their entitlements under the Entitlement Offer, there will be no material effect on the control of RF1. However, EQT has been advised by Philip King and his associates (together, the **King Associates**) that they do not intend to take up their entitlements under the Entitlement Offer and there is therefore the potential for greater participation by existing unitholders and new investors under the Entitlement Offer. This means that the voting power of the King Associates in RF1 will decrease by reason of the issue of units in RF1 under the Placement and the issue of New Units under the Entitlement Offer. The King Associates may decide to bid for New Units under the Shortfall Placement and, if they do this, and are allocated New Units under the Shortfall Placement, the King Associates will not be diluted to as greater extent or possibly at all by the issue of units in RF1 under the Placement and the issue of New Units under the Entitlement Offer;
   b. to the extent that any Eligible Unitholder does not take up all of their entitlement under the Entitlement Offer, that Eligible Unitholder's percentage holding in RF1 will be diluted by the issue of the New Units under the Entitlement Offer and the Placement;
   c. the percentage holding in RF1's total issued units of unitholders who are not eligible to participate in the Entitlement Offer will be diluted as a result of the issue of the New Units under the Entitlement Offer and the Placement; and

d. the issue of New Units which are not taken up by Eligible Unitholders under the Entitlement Offer (including those comprising the King Associates' entitlements) may increase the voting power of institutional investors and institutional unitholders who may be allocated New Units via the bookbuild and institutional commitment processes to be conducted by the joint lead managers and the shortfall placement. However, this is not expected to have any material effect on the control of RF1.

Yours sincerely



Russell Beasley

Director
Equity Trustees Limited

The Board of Equity Trustees Limited has authorised this document be given to the ASX.

ABOUT THE REGAL INVESTMENT FUND

The Regal Investment Fund (RF1) is an ASX-listed investment trust managed by specialist alternative investment manager Regal Funds Management. Listed in June 2019, the Fund provides investors with exposure to a selection of alternative investment strategies with an objective to produce attractive risk-adjusted absolute returns over a period of more than five years with limited correlation to equity markets. Since inception on 17 June 2019, the Fund has delivered a total return to investors of 116%[1] to 30 September 2021.

ABOUT THE MANAGER

Regal has a heritage built on long / short fundamental investing, pioneering the development of the hedge fund and alternatives industry in Australia since 2004. Widely recognised as one of Australia's top hedge funds, the investment team of 23 manages approximately $3.0b of investor capital on behalf of institutions, family offices, charities, dealer groups and private investors.

ABOUT EQUITY TRUSTEES LIMITED

Established in 1888, the Responsible Entity of the Fund is Equity Trustees Limited, a provider of specialist trustee services to private clients, corporates and superannuation funds.

UNITHOLDER QUERIES

For queries relating to the General Entitlement Offer, we recommend that investors read the Entitlement Offer Information Booklet, which provides additional information on how to apply. The Entitlement Offer Information Booklet can be obtained by accessing the ASX website, the RF1 website at https://www.regalfm.com/site/regal-investment-fund-ASX-RF1 or the Offer Website at https://events.miraqle.com/rf1-offer (from Wednesday, 13 October 2021). Investors can also contact Link Market Services, the RF1 Registry provider, on the RF1 Offer Information Line: 1800 830 977.

For queries relating to the Placement and Shortfall Placement, please contact E&P Corporate Advisory via andrew.serle@eap.com.au

This announcement has been authorised for release by the Board of Equity Trustees Limited.

1 Total return is net of fees, before tax, and assumes reinvestment of all distributions. Since inception 17 June 2019 to 30 September 2021, using estimated September 2021 performance. Past performance is not a reliable indicator of future performance. It should not be relied upon (and is not) an indication of the Fund's future performance.

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