

Announcement Summary

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**Entity name**

HGL LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday October 21, 2020

**The Proposed issue is:** An accelerated offer A placement or other type of issue**Total number of +securities proposed to be issued for an accelerated offer**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
HNG	ORDINARY FULLY PAID	21,741,492

**Trading resumes on an ex-entitlement basis (ex date)**

Tuesday October 27, 2020

**+Record date**

Tuesday October 27, 2020

**Offer closing date for retail +security holders**

Tuesday November 17, 2020

**Issue date for retail +security holders**

Tuesday November 24, 2020

**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
HNG	ORDINARY FULLY PAID	11,343,387

**Proposed +issue date**

Monday October 26, 2020



Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

HGL LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

**1.2 Registered Number Type**

ABN

**Registration Number**

25009657961

**1.3 ASX issuer code**

HNG

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Wednesday October 21, 2020

**1.6 The Proposed issue is:**

An accelerated offer

A placement or other type of issue

**1.6b The proposed accelerated offer is**

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

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Part 3A - Conditions

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**3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?**

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

Part 3B - Offer details

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**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +security code and description**

HNG : ORDINARY FULLY PAID

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

**If the entity has quoted company options, do the terms entitle option holders to participate on exercise?**

No

Details of +securities proposed to be issued

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**ASX +security code and description**

HNG : ORDINARY FULLY PAID

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities are non CDIs)**

**Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)**

**Has the offer ratio been determined?**

Yes



<b>The quantity of additional +securities to be issued</b>	<b>For a given quantity of +securities held</b>
1	4

<b>What will be done with fractional entitlements?</b>	<b>Maximum number of +securities proposed to be issued (subject to rounding)</b>
Fractions rounded up to the next whole number	21,741,492

#### Offer price details for retail security holders

**Has the offer price for the retail offer been determined?**  
 Yes

<b>In what currency will the offer be made?</b>	<b>What is the offer price per +security for the retail offer?</b>
AUD - Australian Dollar	AUD 0.12500

#### Offer price details for institutional security holders

**Has the offer price for the institutional offer been determined?**  
 Yes

<b>In what currency will the offer be made?</b>	<b>What is the offer price per +security for the institutional offer?</b>
AUD - Australian Dollar	AUD 0.12500

#### Oversubscription & Scale back details

**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**  
 No

**Will a scale back be applied if the offer is over-subscribed?**  
 No

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**  
 Yes



**3D.1a First day of trading halt**

Wednesday October 21, 2020

**3D.1b Announcement date of accelerated offer**

Wednesday October 21, 2020

**3D.2 Trading resumes on an ex-entitlement basis (ex date)**

Tuesday October 27, 2020

**3D.5 Date offer will be made to eligible institutional +security holders**

Wednesday October 21, 2020

**3D.6 Application closing date for institutional +security holders**

Monday October 26, 2020

**3D.8 Announcement of results of institutional offer**

**(The announcement should be made before the resumption of trading following the trading halt)**

Tuesday October 27, 2020

**3D.9 +Record date**

Tuesday October 27, 2020

**3D.10a Settlement date of new +securities issued under institutional entitlement offer**

Wednesday October 28, 2020

**3D.10b +Issue date for institutional +security holders**

Wednesday October 28, 2020

**3D.10c Normal trading of new +securities issued under institutional entitlement offer**

Thursday October 29, 2020

**3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue**

Friday October 30, 2020

**3D.12 Offer closing date for retail +security holders**

Tuesday November 17, 2020

**3D.13 Last day to extend retail offer close date**

Thursday November 12, 2020

**3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.**

Friday November 20, 2020

**3D.19 +Issue date for retail +security holders**

Tuesday November 24, 2020



## Part 3E - Fees and expenses

**3E.1 Will there be a lead manager or broker to the proposed offer?** Yes**3E.1a Who is the lead manager/broker?**

Wentworth Securities Pty Ltd ("Wentworth")

**3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

1.0% of any entitlement offer shortfall amount placed by them

**3E.2 Is the proposed offer to be underwritten?** Yes**3E.2a Who are the underwriter(s)?**Sery Pty Ltd ("Sery")  
Supervised Investments Australia Ltd & Ms I. Constable (together "Constables")  
Mr S. Beard**3E.2b What is the extent of the underwriting (ie the amount or proportion of the offer that is underwritten)?**Sery is underwriting in full the subscription for the pro rata entitlement of all parties listed on the Sery Substantial Shareholder notice lodged with ASX on 15 May 2020.  
The Constables are underwriting in full the subscription for the pro rata entitlement of all parties listed on the Constable Substantial Shareholder notice lodged with ASX on 18 May 2020.  
Mr Beard is underwriting the rights offer and placement to a combined value of \$1,500,000.**3E.2c What fees, commissions or other consideration are payable to them for acting as underwriter(s)?**

Nil

**3E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated**

None

**3E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?** Yes**3E.2e (i) What is the name of that party?**Sery Pty Ltd  
Supervised Investments Australia Ltd  
Ms I. Constable**3E.2e (ii) What is the extent of their underwriting or sub-underwriting (ie the amount or proportion of the offer they have underwritten or sub-underwritten)?**Sery is underwriting in full the subscription for the pro rata entitlement of all parties listed on the Sery Substantial Shareholder notice lodged with ASX on 15 May 2020.  
The Constables are underwriting in full the subscription for the pro rata entitlement of all parties listed on the Constable Substantial Shareholder notice lodged with ASX on 18 May 2020.**3E.2e (iii) What fee, commission or other consideration is payable to them for acting as underwriter or sub-underwriter?**

Nil



**3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Nil

Part 3F - Further Information

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**3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

Strengthen the balance sheet and assist future growth

**3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?**

No

**3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?**

No

**3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue**

France, Hong Kong, Indonesia, Israel, Mauritius, Singapore, USA

**3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities**

Yes

**3F.5a Please provide further details of the offer to eligible beneficiaries**

Information for Nominees and Custodians is contained in the offer booklet. The Share Registry will communicate with Nominees and Custodians in due course

**3F.6 URL on the entity's website where investors can download information about the proposed issue**

<https://HGLEntitlementOffer.thereachagency.com>

**3F.7 Any other information the entity wishes to provide about the proposed issue**

**3F.8 Will the offer of rights under the rights issue be made under a disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?**

No





Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**7A.1 - Are any of the following approvals required for the placement or other type of issue?**

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

Part 7B - Issue details

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**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

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**ASX +security code and description**

HNG : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

11,343,387

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.12500

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes



Part 7C - Timetable

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**7C.1 Proposed +issue date**

Monday October 26, 2020

Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

11,343,387

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

Yes

**7E.1a Who is the lead manager/broker?**

Wentworth Securities Pty Ltd ("Wentworth")

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

2.5% of the amount raised under the placement



**7E.2 Is the proposed issue to be underwritten?**

Yes

**7E.2a Who are the underwriter(s)?**

Mr S. Beard

**7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?**

100%

**7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?**

Nil

**7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.**

Nil

**7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Nil

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Strengthen the Company's balance sheet and assist future growth

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Placement shares will be entitled to participate in the ANREO announced as part of this announcement