Announcement Summary

Entity name

RBR GROUP LIMITED

Announcement Type

New announcement

Date of this announcement

Thursday January 28, 2021

The Proposed issue is:

☑ A placement or other type of issue

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

ASX +security code	+Security description	Maximum Number of +securities to be issued
RBR	ORDINARY FULLY PAID	32,042,895

Proposed +issue date

Monday March 15, 2021

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

RBR GROUP 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	**Registration Number**
ABN	38115857988

1.3 ASX issuer code

RBR

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

Thursday January 28, 2021

1.6 The Proposed issue is:

☑ A placement or other type of issue

Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

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**

☑ Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Friday March 12, 2021	☑ Estimated	

Comments

The placement entails an issue of 281.25m shares. Approx. 250m shares are being issued via the Company's approved placement capacity and the remaining shares (approx. 32.04m) will be subject to shareholder approval at an EGM

Part 7B - Issue details

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

ASX +security code and description

RBR : ORDINARY FULLY PAID

Number of +securities proposed to be issued

32,042,895

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?	What is the issue price per +security?
AUD - Australian Dollar	AUD 0.00800

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

Part 7C - Timetable

7C.1 Proposed +issue date

Monday March 15, 2021

Part 7D - Listing Rule requirements

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

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

Friday March 12, 2021

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

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

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

Novus Capital Limited

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

$15,000 engagement fee and 6% of the total funds raised via the placement

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

☑ No

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

N/A

Part 7F - Further Information

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

To progress its Wentworth Operating Base in Palma, Mozambique, via the Joint Venture with remote camp specialist, Projectos Dinamicos Lda.

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

The placement is for $2.25 million. This entails the issue of 281.25 million fully paid ordinary shares at 0.8 cents per share. Approximately $2.0 million of the issue is within the Company's approved placement capacity (comprising 149,212,130 shares under Listing Rule 7.1 and 99,994,975 shares under Listing Rule 7.1A) and the remaining shares, approximately 32.04 million, will be subject to shareholder approval at an EGM (date to be advised).