



Announcement Summary

Entity name

RESA GROUP LIMITED

Announcement Type

New announcement

Date of this announcement

Thursday June 11, 2020

The Proposed issue is:

A non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

Total number of +securities proposed to be issued for a non pro rata offer of securities under a disclosure document or product disclosure statement (PDS)

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
RE1	ORDINARY FULLY PAID	1,717,119,161

Closing date for receipt of acceptances

Friday August 7, 2020

Proposed +issue date

Monday August 10, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

RESA 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

ABN

Registration Number

20108958274

1.3 ASX issuer code

RE1

1.4 The announcement is

New announcement

1.5 Date of this announcement

Thursday June 11, 2020

1.6 The Proposed issue is:

A non-+pro rata offer of +securities under a +disclosure document or +PDS



Part 5 - Details of proposed non-pro rata offer under a disclosure document or PDS

Part 5A - Conditions

5A.1 - Are any of the following approvals required for the non-pro rata offer of securities under a disclosure document or PDS?

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

Yes

5A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Wednesday July 29, 2020	<input checked="" type="checkbox"/> Estimated	

Comments

Shareholder approval will be sought at a General Meeting of Shareholders, to be held end July (indicative timing only)

Part 5B - Offer 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

RE1 : ORDINARY FULLY PAID

Maximum Number of securities proposed to be issued

1,717,119,161



Minimum Number of +securities proposed to be offered to each individual +security holder

Maximum Number of +securities proposed to be offered to each individual +security holder

Minimum subscription \$ amount proposed to be offered to each individual security holder

Maximum subscription \$ amount proposed to be offered to each individual security holder

Purpose of the issue

Re-Compliance Capital Raising, Debt-to-Equity conversions forming part of re-compliance listing, and Acquisition of the asset

Offer price details for retail security holders

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 0.02500

Offer price details for institutional security holders

Could offer price per +security be determined by bookbuild?

No

Oversubscription & Scale back details

Are +security holders allowed to oversubscribe?

No

May a scale back be applied to this event?

No

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

Yes

Part 5C - Timetable

5C.1 Lodgement date of +disclosure document or +PDS with ASIC

Friday July 10, 2020

5C.2 Date when +disclosure document or +PDS and acceptance forms will be made available to investors

Friday July 17, 2020

5C.3 Offer open date

Friday July 17, 2020



5C.4 Closing date for receipt of acceptances

Friday August 7, 2020

5C.6 Proposed +issue date

Monday August 10, 2020

Part 5D - Listing Rule requirements

5D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

Yes

5D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

Wednesday July 29, 2020

Part 5E - Fees and expenses

5E.1 Will there be a lead manager or broker to the proposed offer?

Yes

5E.1a Who is the lead manager/broker?

Trident Capital

5E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Unlisted options, exercisable at \$0.035, expiring on that date which is 3 years from completion of the Acquisition.

5E.2 Is the proposed offer to be underwritten?

No

5E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

Yes

5E.3a Will the handling fee or commission be Dollar based or Percentage based?

Percentage based (%)

5E.3b Amount of any handling fee or commission payable to brokers who lodge acceptances on behalf of investors

6.000000 %

5E.3c Please provide any other relevant information about the handling fee or commission method

Paid via unlisted options, exercisable at \$0.035, expiring on that date which is 3 years from completion of the Acquisition.



5E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Legal costs, ASX listing costs, independent valuation reports.

Part 5F - Further Information

5F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

No

5F.2 The entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority

Offer open until maximum subscription reached, with allocations determined by the Directors in consultation with Capital Advisers.

5F.3 URL on the entity's website where investors can download the +disclosure document or +PDS

www.tombadoriron.com (TBC)

5F.4 Any other information the entity wishes to provide about the proposed offer