

ASX Announcement**30 March 2021****Notice under Section 708AA(2)(F) of the Corporations Act 2001**

Maggie Beer Holdings Ltd (ASX:MBH) (**Company**) has today announced that it is undertaking an accelerated pro-rata non-renounceable entitlement offer (**Entitlement Offer**) to raise up to approximately \$19.1 million (before associated costs).

Under the Entitlement Offer, eligible shareholders will be invited to subscribe for 1 fully paid ordinary share (**New Share**) for every 3.8 existing fully paid ordinary shares in the Company held as at 5.00pm AEST on 1 April 2021, at an issue price of \$0.35 per New Share.

The Entitlement Offer will comprise:

- an institutional entitlement offer (**Institutional Entitlement Offer**); and
- a retail entitlement offer (**Retail Entitlement Offer**).

The Entitlement Offer is intended to be fully underwritten by Bell Potter Securities Limited (**Underwriter**).

Further details regarding the Entitlement Offer are set out in the ASX announcement accompanying this notice.

The Company advises that it will offer the New Shares for issue to investors under Part 6D.2 of the Corporations Act 2001 (Cth) (**Corporations Act**) and states that this notice is given by the Company to ASX under paragraph 708AA(2)(f) of the Corporations Act, as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 (**ASIC Instrument**).

Accordingly, the Company confirms that:

1. The Company will offer the New Shares under the Entitlement Offer without disclosure to investors under Part 6D.2 of the Corporations Act.
2. This notice is being given under section 708AA(2)(f) of the Corporations Act as modified by the ASIC Instrument.
3. As at the date of this notice, the Company has complied with:
 - a. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - b. section 674 of the Corporations Act.
4. As at the date of this notice, there is no 'excluded information' of the type referred to in sections 708AA(8) or 708AA(9) of the Corporations Act that is required to be disclosed by the Company under section 708AA(7)(d).

5. The potential effect that the issue of New Shares will have on the control of the Company, and the consequences of that effect, will depend on a number of factors, including investor demand and the number of shares taken up by each existing shareholder who is eligible to participate in the Entitlement Offer (**Eligible Shareholders**). Having regard to the structure of the Entitlement Offer as an underwritten pro rata offer, it is not expected to have any material effect or consequence on the control of the Company. However, as the offer is underwritten, it is possible that if no Eligible Shareholders accepted their entitlement, the Underwriter (or sub-underwriters that the Underwriter is entitled to appoint) would subscribe for New Shares equal to approximately 18.6% of the Company following completion of the Entitlement Offer. If some but not all Eligible Shareholders accepted their entitlement in full, then the Underwriter could subscribe for a lower proportion of New Shares.
6. This notice is dated 30 March 2021 and, in accordance with section 708AA(2)(f) of the Corporations Act and the timetable set out in Appendix 7A of the Listing Rules, is given before the commencement of trading on ASX on the date of the Company announced the Entitlement Offer.

This announcement has been authorised for release by the Board of Directors of Maggie Beer Holdings Limited.

Yours faithfully



Sophie Karzis
COMPANY SECRETARY