

RETAILFOODGROUP

STRENGTH IN BRANDS

25 November 2014

RESULTS OF ANNUAL GENERAL MEETING (Held 25 November 2014)

In accordance with its obligations under the ASX Listing Rules and Corporations Act 2001 (Cth), Retail Food Group Limited (ASX:RFG) wishes to advise that all resolutions contained in the Notice of Meeting were today passed at the Company's Annual General Meeting on a show of hands.

In respect to each resolution, the proxy summary is as follows:

RESOLUTION 1 – Adoption of Remuneration Report:

“That the remuneration report for the financial year ended 30 June 2014 be adopted by the Company”.

Proxies available for the resolution:	71, 984, 770
Proxies available against the resolution:	1, 157, 052
Proxies available to vote at Proxy's discretion:	3, 562, 163
Proxies to abstain on the resolution:	81, 368

RESOLUTION 2 – Re-election of Director:

“That, Mr Colin Archer, who retires by rotation in accordance with the Company's constitution and, being eligible, offers himself for re-election, is re-elected as a director of the Company”.

Proxies available for the resolution:	93, 057, 100
Proxies available against the resolution:	174, 068
Proxies available to vote at Proxy's discretion:	3, 622, 284
Proxies to abstain on the resolution:	72, 068

RESOLUTION 3 – Financial Assistance by Cafe2U Entities:

“That, in accordance with sections 260A and 260B(2) of the Corporations Act and for all other purposes, shareholder approval is given for each of the Cafe2U Entities (each a wholly owned subsidiary of the Company) to give financial assistance to the Company in relation to the acquisition by the Company of shares in the Cafe2U Entities, as described in the Explanatory Memorandum”.

Proxies available for the resolution:	93, 134, 746
Proxies available against the resolution:	73, 803
Proxies available to vote at Proxy's discretion:	3, 628, 595
Proxies to abstain on the resolution:	88, 208



RESOLUTION 4 – Financial Assistance by Gloria Jeans Coffees Entities:

“That, in accordance with sections 260A and 260B(2) of the Corporations Act and for all other purposes, shareholder approval is given for each of the Gloria Jeans Coffees Entities (each of which are a wholly owned subsidiary of the Company or will become such a subsidiary should the Gloria Jeans Coffees transaction be completed) to give financial assistance to the Company in relation to the acquisition by the Company of shares in the Gloria Jeans Entities, as described in the Explanatory Memorandum”.

Proxies available for the resolution:	93, 102, 098
Proxies available against the resolution:	83, 110
Proxies available to vote at Proxy’s discretion:	3, 617, 150
Proxies to abstain on the resolution:	123, 162

RESOLUTION 5 – Approval of Proposed Issue of Ordinary Shares:

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, shareholders approve the issue of ordinary shares to a maximum value of \$10,000,000 as part consideration for the acquisition of the Gloria Jeans Coffees franchise system”.

Proxies available for the resolution:	92, 377, 324
Proxies available against the resolution:	136, 922
Proxies available to vote at Proxy’s discretion:	3, 617, 150
Proxies to abstain on the resolution:	384, 124

About Retail Food Group Limited:

RFG owns the Donut King, Brumby’s Bakery, Michel’s Patisserie, bb’s café, Esquires, The Coffee Guy, Café2U, Pizza Capers Gourmet Kitchen and Crust Gourmet Pizza Brand Systems. In addition, the Company is a significant wholesale coffee roaster supplying existing Brand Systems and third party accounts under the Evolution Coffee Roasters Group, Caffè Coffee, Roasted Addition and Barista’s Choice coffee brands. On 24 October 2014 the Company announced its entry into a Share Purchase Agreement to acquire Gloria Jean’s Coffees, with settlement of that transaction anticipated in December 2014.

ENDS

For further information, interviews or images contact:

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