



Authorised for release by a Sub-Committee of the Board of Directors  
Redcape Hotel Group Management Ltd

13 September 2021

Market Announcements Office  
Australian Securities Exchange  
Level 4, 20 Bridge Street  
Sydney NSW 2000

### Redcape Hotel Group (ASX: RDC)

#### Notice under section 1012DAA(2)(f) of the Corporations Act 2001 (Cth) – Cleansing Statement

This notice is given by Redcape Hotel Group Management Limited (ACN 610 990 004) in its capacity as responsible entity (**Responsible Entity**) of the managed investment schemes comprising Redcape Hotel Group (**Redcape**) under section 1012DAA(2)(f) of the *Corporations Act 2001* (Cth), as modified by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84* (the Act).

Redcape comprises Redcape Hotel Trust I (ARSN 629 354 614) (**Trust I**) and Redcape Hotel Trust II (ARSN 629 354 696) (**Trust II**). Stapled securities in Redcape comprise one ordinary unit in each of Trust 1 and Trust 2 (**Redcape Securities**).

Redcape today announced a non-renounceable entitlement offer to eligible securityholders to subscribe for 1 new fully paid Redcape Security (**New Security**) for every 4.8 existing Redcape Securities as a 7.00pm (Sydney time) on Friday 18 September 2021 to raise a maximum of approximately 132.3 million (**Rights Issue Offer**). Each New Security will be issued at a price of \$1.15.

The Responsible Entity confirms that:

- (1) the New Securities will be offered for issue by the Responsible Entity without a product disclosure statement for the New Securities being prepared;
- (2) this notice is being given under section 1012DAA(2)(f) of the Act;
- (3) as a disclosing entity, the Responsible Entity, in its capacity as responsible entity of each of Trust I and Trust II, and issuer of the New Securities, is subject to regular reporting and disclosure obligations;
- (4) as at the date of this notice, the Responsible Entity has complied with:
  - (a) the provisions of Chapter 2M of the Act as they apply to each of Trust I and Trust II; and
  - (b) section 674 of the Act as it applies to each of Trust I and Trust II; and
- (5) as at the date of this notice, there is no excluded information of the type referred to in sections 1012DAA(8) and 1012DAA(9) of the Act; and
- (6) in respect of section 1012DAA(7)(f) of the Act, the potential effect of the issue of the New Securities pursuant to the Rights Issue Offer on the control of Redcape and the consequence of that effect will depend on a number of different factors, including the extent to which New Securities are taken up under the Rights Issue Offer and demand under the buy-back which will be conducted by the Responsible Entity simultaneously with the Rights Issue Offer (**Buy-Back**), as was described in the Notice of Meeting and Explanatory Statement issued by Redcape on **18 August 2021 (Explanatory Statement)**.

As at the date of this notice, MA Financial Group Limited and its associates' relevant interest is 39.8% of Redcape Securities on issue.

As disclosed in the Explanatory Statement, MA Financial Group Limited's preference is not to

increase its holding in Redcape. However, under an extreme scenario where the Buy-Back is fully subscribed up to the Buy-Back limit of 215.0 million Redcape Securities, no Redcape Securityholders take up any Rights under the Rights Issue Offer, and no subunderwriters are secured, MA Financial Group Limited and its associates could end up with a holding of up to no more than 77.7% of pro forma securities on issue. MA Financial Group Limited's maximum underwriting under the Rights Issue Offer has been limited to \$132.3 million and such that the total issue to MA Moelis Australia Advisory Pty Ltd as the underwriter cannot result in Redcape Securityholders associated with MA Financial Group Limited holding 77.7% or more of the securities in Redcape.

Yours sincerely



Rebecca Ong

**Company Secretary**

**-ENDS-**

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**Redcape**  
HOTEL GROUP

**About Redcape Hotel Group (Redcape)**

Redcape is one of Australia's leading pub and hotel operators. The Redcape portfolio comprises 38 quality hotels (36 Freehold Going Concerns and 2 Leasehold Going Concerns) strategically located across New South Wales and Queensland and has a clear focus on delivering excellent and responsible service, maintaining high quality facilities, advancing the training and development of its people and contributing positively to the communities in which it operates. [www.redcape.com.au](http://www.redcape.com.au)

*Redcape Hotel Group Management Ltd (ACN 610 990 004) (AFSL 505932) is the responsible entity of Redcape Hotel Trust I (ARSN 629 354 614) and Redcape Hotel Trust II (ARSN 629 354 696) (together "Redcape" or "Redcape Hotel Group"). MA Hotel Management Pty Ltd (ACN 619 297 228) is the appointed investment manager and hotel operator of Redcape.*