



Oliver's Real Food Ltd
ABN 33 166 495 441

PO Box 3678
TUGGERAH NSW
(02) 4353 8055

19 April 2021
ASX Announcement

**Oliver's Real Food Limited (ASX:OLI) ("Company")
COURT APPLICATION FOR ORDERS VALIDATING SALES OF SHARES**

The Company attaches a copy of a letter sent to all Shareholders today in relation to a court application for orders validating sales of shares.

This ASX release has been authorised by the Board of Directors.

For further information please contact:

Kim Wood, Chairman
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About Oliver's Real Food Limited (ASX:OLI)

Oliver's Real Food Limited (**Oliver's**) listed on the ASX on 21 June 2017. Over its 15-year operating history, Oliver's has established a significant market position providing a health fast food alternative for travellers on Australia's major arterial highways. Oliver's Real Food is the world's first "certified organic fast-food chain" and provides its customers with premium quality, "real" food that is fresh, natural, & free from additive and preservatives. Oliver's is a conscious business that understands, and is committed to, the interdependency of "all stakeholders" including our customers, investors, team members, suppliers, the environment, and the communities in which we operate.

www.oliversrealfood.com.au.



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Dear Shareholder

Oliver's Real Food Limited – Court Application for orders validating sales of Shares

I am writing to you on behalf of Oliver's Real Food Limited (ASX:**OLI**) (**Company**) about an issue that has arisen in relation to some on-sales of fully paid ordinary shares issued by the Company in March 2020 (**2020 Shares**).

The on-sales occurred within 12 months of the issue of the 2020 Shares, and this raises the issue of whether the on-sales breached the secondary trading provisions of the *Corporations Act (Cth)* 2001 (**Corporations Act**), given that the 2020 share issue was not accompanied by a cleansing notice or cleansing prospectus when it was made.

Some of the current shareholders may have acquired their shares (or some of their shares) from the party to whom the 2020 Shares were issued, or from someone else who acquired some of the 2020 Shares from that party. Any on-sales by those shareholders may involve them in inadvertent breaches the Corporations Act.

It is not clear from the records maintained by the Company's registry as to which of the current shareholders acquired shares that were part of the 2020 share issue, as referred to in the preceding paragraph. Accordingly, the Company is notifying all shareholders of this issue so that they are informed about the issue and the steps the Company is taking to deal with the issue.

The issue about possible breaches of the secondary trading provisions of the Corporations Act is dealt with in an ASX announcement made by the Company on 13 April 2021, and I suggest that you read that announcement if you have not already done so.

The announcement states that the Company will be applying to the Federal Court for declaratory orders and other relief to avoid any prospect of shareholders being at risk in any way because of any inadvertent breaches of the secondary trading provisions.

The Federal Court application is likely to be heard in the next few weeks, and the Company understands that there are reasonable prospects that validating orders will be made. There is no need for you to attend at the hearing, but you can do so if you wish.

Pending the Federal Court making the orders sought, the suspension of trading in the Shares is likely to remain in place.

The company will keep the market informed, including as to the date of the hearing of the Federal Court application, and the outcome when the court's decision is delivered.

Should you have any queries, please feel free to contact me at +61 3 9492 9209 or nyla.bacon@boardroomlimited.com.au.

Kind Regards

A handwritten signature in black ink that reads "NBacon".

Nyla Bacon
Company Secretary