

Rural Funds Group (RFF)



Rural Funds Management Ltd
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ASX Release

12 September 2014

Subject: Notice of General Meeting

Rural Funds Management Limited as responsible entity for the Rural Funds Group (RFF) wishes to advise that the following documents have been posted to Unitholders today:

- Unitholder letter
- Proxy form
- Explanatory Memorandum
- Notice of General Meeting
- RF Active Product Disclosure Statement

The documentation sets out proposed changes to Unitholders' investment in RFF and explains how Unitholders can participate in the general meeting to be held on the 8th October 2014. The meeting will consider two Resolutions.

Resolution 1 will consider the adoption of a new RFF Constitution and a stapling proposal. The new constitution provides an appropriate framework for an entity operating on the ASX. This is in contrast to RFF's current constitution which was adopted over 10 years ago for an unlisted trust.

The new constitution also contains provision for RFF to be stapled to another trust, RF Active. This trust has been established to house the small amount of "active" assets. The isolation of active assets from RFF's passive assets is sensible as it allows passive risk and operating risk to be separated into two separate trusts. Further RFF's passive rental income, which represents the vast majority of RFF's revenue stream, is expected to continue to receive flow through taxation treatment and thus be taxed in the hands of the investor. Distributions from RF Active are expected to be taxed at the corporate rate, currently 30%, and any franking credits distributed to Unitholders.

Resolution 2 simplifies the fees proposed by RFM and seeks Unitholders' approval to remove the acquisition fee and insert a termination fee.



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Additional information about each of the resolutions is contained in the Explanatory Memorandum and additional information about RF Active is contained in the Product Disclosure Statement.

Unitholders will receive the documentation at their registered postal address and can contact RFM Investor Services on 1800 026 665 for further information.

About Rural Funds Group (RFF) ARSN 112 951 578

RFF owns a diversified portfolio of high quality Australian agricultural assets. RFF's investment objective is to generate a stable income stream derived from leasing its assets to suitable counterparts and capital growth through any appreciation in the value of those assets. Rural Funds Management Ltd (RFM) is the responsible entity of RFF.

For further information:

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