

**ASX RELEASE**  
**4 July 2017**

### **Business Update**

#### **Bellamy's completes acquisition of canning facility and \$60.4 million capital raising**

Bellamy's Australia Limited (ASX: BAL) (**Bellamy's** or the **Company**) today announces the completion of two key initiatives of its turnaround plan:

- the acquisition of an indirect 90% interest in Camperdown Powder Pty Ltd (**Camperdown**), a CNCA licensed powder products blending and canning line in Braeside, Victoria (as described below); and
- the retail component (**Retail Entitlement Offer**) of its 5 for 38 fully underwritten pro rata accelerated non-renounceable entitlement offer (**Entitlement Offer**) of new fully paid ordinary shares in Bellamy's (**New Shares**).

#### **Canning facility acquisition**

Bellamy's subsidiary now holds a 90 per cent interest in a newly formed entity that, in turn, holds all of the issued capital of Camperdown (**Acquisition**). Key terms of the Acquisition were included in the prospectus prepared in connection with the Entitlement Offer dated 13 June 2017 (**Prospectus**).

As noted in the Prospectus, part of the consideration for the Acquisition was to be funded by the issue of fully paid ordinary shares in Bellamy's (**Consideration Shares**).

The parties have agreed to extend the date for issuance of the Consideration Shares pending a decision as to whether a restructure of the vendor's affairs will occur. It is expected that the Consideration Shares will be issued within the next nine months. The delay in issuing the Consideration Shares has not delayed the completion of the Acquisition and the Company now indirectly controls 90 per cent of the issued capital in Camperdown. The Company continues to pursue its China Food and Drug Administration (CFDA) registration.

#### **Retail Entitlement Offer**

The Retail Entitlement Offer closed at 5.00pm (AEST) on Thursday, 29 June 2017, raising approximately \$45.5 million.

The Retail Entitlement Offer allowed eligible retail shareholders of the Company the opportunity to subscribe for 5 New Shares for every 38 existing fully paid ordinary shares which they held in Bellamy's as at 7.00pm (AEST) on Thursday, 15 June 2017 at a price of \$4.75 per New Share. Together with the successful completion of the institutional component of the Entitlement Offer, announced to ASX on Thursday, 15 June 2017, the total amount raised under the Entitlement Offer was approximately \$60.4 million.

Bellamy's received valid applications from eligible retail shareholders for New Shares (including applications for additional New Shares in excess of an eligible retail shareholders entitlement (**Additional New Shares**)) representing approximately 98% of New Shares under the Retail Entitlement Offer. Eligible retail shareholders who subscribed for Additional New Shares were allotted up to a maximum of 25% of their entitlement under the Entitlement Offer in Additional New Shares. The

shortfall after the issue of the New Shares and Additional New Shares will be allocated to sub-underwriters.

Issue of New Shares under the Retail Entitlement Offer is scheduled to occur on Friday, 7 July 2017. These New Shares are expected to commence trading on ASX on Monday, 10 July 2017.

#### **Disclaimer**

This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been, or will be, taken to register, qualify or otherwise permit an offering of the New Shares in any jurisdiction outside Australia or New Zealand. In particular, the New Shares referred to herein have been not and will not be registered under the U.S. Securities Act of 1933, as amended (**Securities Act**) or under the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold to any person in the United States or any person that is acting for the account or benefit of persons in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. The New Shares to be offered and sold in the Retail Entitlement Offer may only be offered and sold outside the United States in 'offshore transactions' (as defined in Rule 902(h) under the Securities Act) in reliance on Regulation S under the Securities Act. For more information on foreign offer restrictions, see the section titled 'Foreign Jurisdiction' in the prospectus prepared in connection with the Entitlement Offer dated 13 June 2017.

#### **Forward looking statements**

This announcement contains certain forward-looking statements including statements of current intention, statements of opinion and predictions as to possible future events. Forward-looking statements can generally be identified by the use of forward looking words such as "anticipate", "believe", "expect", "project", "forecast", "estimate", "likely", "intend", "should", "could", "may", "target", "plan", "consider", "foresee", "aim", "will" and other similar expressions within the meaning of securities laws of applicable jurisdictions, and include but are not limited to the outcome and effects of the Entitlement Offer. Indications of, and guidance or outlook on, future earnings, financial position, performance and strategies are also forward looking statements. Such statements are not statements of fact and there can be no certainty of outcome in relation to the matters to which the statements relate. These forward looking statements involve known and unknown risks, uncertainties, assumptions and other important factors that could cause the actual outcomes to be materially different from the events or results expressed or implied by such statements. Those risks, uncertainties, assumptions and other important factors are not all within the control of Bellamy's and cannot be predicted by Bellamy's. This includes changes in circumstances or events that may cause objectives to change as well as any statements about market and industry trends, which are based on interpretations of current market conditions. They also include general economic conditions, exchange rates, interest rates, regulatory environments, competitive pressures, selling price, market demand and conditions in the financial markets which may cause objectives to change or may cause outcomes not to be realised. This announcement includes forward looking statements in relation to and the Entitlement Offer and the Company's future financial results.

Actual results, performance or achievements may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based. Readers are cautioned not to place undue reliance on forward-looking statements and none of Bellamy's or any of its subsidiaries, affiliates and associated companies (or any of their respective officers, employees or agents) makes any representation, assurance or guarantee as to the accuracy or likelihood of fulfilment of any forward looking statement or any outcomes expressed or implied in any forward looking statements.

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