

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme RETAIL FOOD GROUP LIMITED

ACN/ARSN 106 840 082

1. Details of substantial holder (1)

Name INVESCO AUSTRALIA LIMITED

ACN/ARSN (if applicable) 001 693 232

The holder became a substantial holder on 21/07/2017

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY	8,937,405	8,937,405	5.056%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
INVESCO AUSTRALIA LIMITED	INCREASE IN HOLDINGS	ORDINARY 8,937,405

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
INVESCO AUSTRALIA LIMITED	INVESCO AUSTRALIA LIMITED		ORDINARY 8,937,405

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
SEE ATTACHED				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
INVESCO AUSTRALIA LIMITED	LEVEL 26, 333 COLLINS STREET, MELBOURNE VIC 3000

Signature

print name Nick Burrell capacity Company Secretary

sign here  date 25/07/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

5. Consideration

The consideration paid for each relevant interest referred in paragraph3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration(9)		Class and number of securities
		Cash	Non-cash	
INVESCO AUSTRALIA LIMITED	17-Mar-17	7,529.40		ORD 1335
INVESCO AUSTRALIA LIMITED	18-Apr-17	945,978.07		ORD 184297
INVESCO AUSTRALIA LIMITED	19-Apr-17	3,757,494.04		ORD 730703
INVESCO AUSTRALIA LIMITED	20-Apr-17	584,942.85		ORD 110978
INVESCO AUSTRALIA LIMITED	21-Apr-17	1,673,064.58		ORD 312851
INVESCO AUSTRALIA LIMITED	24-Apr-17	2,076,664.89		ORD 382612
INVESCO AUSTRALIA LIMITED	26-Apr-17	1,501,934.42		ORD 278559
INVESCO AUSTRALIA LIMITED	27-Apr-17	2,034,042.63		ORD 372624
INVESCO AUSTRALIA LIMITED	28-Apr-17	2,306,850.38		ORD 423252
INVESCO AUSTRALIA LIMITED	1-May-17	813,754.95		ORD 148379
INVESCO AUSTRALIA LIMITED	2-May-17	363,594.48		ORD 66278
INVESCO AUSTRALIA LIMITED	3-May-17	5,490,948.17		ORD 989467
INVESCO AUSTRALIA LIMITED	11-May-17	112,102.00		ORD 20000
INVESCO AUSTRALIA LIMITED	18-May-17	853,273.96		ORD 168925
INVESCO AUSTRALIA LIMITED	19-May-17	372,158.00		ORD 72167
INVESCO AUSTRALIA LIMITED	22-May-17	846,916.08		ORD 158908
INVESCO AUSTRALIA LIMITED	6-Jun-17	2,580,604.44		ORD 552450
INVESCO AUSTRALIA LIMITED	7-Jun-17	1,137,712.32		ORD 234517

INVESCO AUSTRALIA LIMITED	8-Jun-17	1,077,139.12		ORD 218115
INVESCO AUSTRALIA LIMITED	9-Jun-17	583,135.60		ORD 117779
INVESCO AUSTRALIA LIMITED	13-Jun-17	2,185,706.63		ORD 442397
INVESCO AUSTRALIA LIMITED	14-Jun-17	808,816.51		ORD 159842
INVESCO AUSTRALIA LIMITED	15-Jun-17	569,142.63		ORD 112350
INVESCO AUSTRALIA LIMITED	16-Jun-17	234,517.80		ORD 45756
INVESCO AUSTRALIA LIMITED	19-Jun-17	525,512.71		ORD 103070
INVESCO AUSTRALIA LIMITED	20-Jun-17	356,407.25		ORD 69940
INVESCO AUSTRALIA LIMITED	21-Jun-17	2,635,553.97		ORD 566323
INVESCO AUSTRALIA LIMITED	22-Jun-17	1,376,294.87		ORD 302303
INVESCO AUSTRALIA LIMITED	23-Jun-17	457,315.73		ORD 98128
INVESCO AUSTRALIA LIMITED	26-Jun-17	437,311.46		ORD 93154
INVESCO AUSTRALIA LIMITED	27-Jun-17	377,053.60		ORD 80833
INVESCO AUSTRALIA LIMITED	28-Jun-17	522,590.58		ORD 110824
INVESCO AUSTRALIA LIMITED	29-Jun-17	473,893.13		ORD 99060
INVESCO AUSTRALIA LIMITED	30-Jun-17	699,776.01		ORD 149429
INVESCO AUSTRALIA LIMITED	3-Jul-17	602,809.03		ORD 129829
INVESCO AUSTRALIA LIMITED	4-Jul-17	416,424.46		ORD 87696
INVESCO AUSTRALIA LIMITED	5-Jul-17	328,810.87		ORD 68822
INVESCO AUSTRALIA LIMITED	6-Jul-17	1,061,572.28		ORD 230516
INVESCO AUSTRALIA LIMITED	7-Jul-17	416,819.56		ORD 92125
INVESCO AUSTRALIA LIMITED	10-Jul-17	251,318.85		ORD 55480
INVESCO AUSTRALIA LIMITED	21-Jul-17	1,239,813.67		ORD 287067