



11 December 2017

## RESPONSE TO PRICE QUERY

Retail Food Group Limited (RFG) refers to the Price Query received from the ASX today and responds as follows:

- 1. Is the Company aware of any information concerning it that has not been announced which, if known, could be an explanation for recent trading in the securities of the Company?**

No.

- 2. If the answer to question 1 is yes:**

- a) Is RFG relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in RFG's securities would suggest to ASX that such information may have ceased to be confidential and therefore RFG may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is 'yes', you need to contact us immediately to discuss the situation.**
- b) Can an announcement be made immediately? Please note, if the answer to this question is 'no', you need to contact us immediately to discuss requesting a trading halt.**
- c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?**

Not applicable.

- 3. Is there any other explanation that the Company may have for the price change and increase in volume in the securities of the Company?**

Fairfax Media has published several articles concerning RFG and its business model in recent days. The Company's current strategy, management team focus on responding to challenging retail market conditions, including efforts to support its Franchise Partners and their team members, and its financial and operational performance, all of which have previously been announced by the Company, are not, in the Company's view, accurately reflected in the Fairfax Media's coverage.

- 4. Please confirm that the Company is in compliance with the Listing Rules, and in particular Listing Rule 3.1.**

The Company confirms that it complies with the Listing Rules, and in particular Listing Rule 3.1.

- 5. Please confirm that RFG's responses to the questions above have been authorized and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of RFG with delegated authority from the board to respond to ASX on disclosure matters.**

The Company confirms that its responses to the questions above have been authorized and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of RFG with delegated authority from the Board to respond to ASX on disclosure matters.

### ENDS

For further information, interviews or images contact:

Sara Bradford, Head of Communications & Investor Relations, 07 5655 2542 or [sara.bradford@rfg.com.au](mailto:sara.bradford@rfg.com.au)

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### About Retail Food Group Limited:

RFG is a global food and beverage company headquartered in Australia. The Company is owner of the Donut King, Brumby's Bakery, Michel's Patisserie, bb's Café, Esquires, Gloria Jean's Coffees, It's A Grind, The Coffee Guy, Café2U, Pizza Capers and Crust Gourmet Pizza Bar Brand Systems, and is a significant wholesale coffee roaster supplying existing Brand Systems and third party accounts under the Di Bella Coffee Co. As well, RFG is an emerging leader in foodservice, dairy processing and wholesale bakery pursuits, operating the Hudson Pacific Foodservice, Associated Foodservice, Dairy Country and Bakery Fresh businesses. For more information about RFG visit: [www.rfg.com.au](http://www.rfg.com.au)



11 December 2017

Mr Mark Connors  
Director of Corporate Services/ Company Secretary  
Retail Food Group Limited  
PO Box 1549  
1 Olympic Circuit  
Southport QLD 4215

By email: [mark.connors@rfg.com.au](mailto:mark.connors@rfg.com.au)

Dear Mr Connor,

**Retail Food Group Limited ("RFG"): price query**

We note the change in the price of RFG's securities from \$4.40 at the close of trading on Friday, 8 December 2017 to a low of \$3.40 today, 11 December 2017.

We also note the significant increase in the volume of RFG's securities traded today on 11 December 2017.

In light of this, ASX asks RFG to respond separately to each of the following questions and requests for information:

1. Is RFG aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?
2. If the answer to question 1 is "yes":
  - a) Is RFG relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

Please note that the recent trading in RFG's securities would suggest to ASX that such information may have ceased to be confidential and therefore RFG may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is "yes", you need to contact us immediately to discuss the situation.
  - b) Can an announcement be made immediately?

Please note, if the answer to this question is "no", you need to contact us immediately to discuss requesting a trading halt (see below).
  - c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
3. If the answer to question 1 is "no", is there any other explanation that RFG may have for the recent trading in its securities?
4. Please confirm that RFG is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

5. Please confirm that RFG's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of RFG with delegated authority from the board to respond to ASX on disclosure matters.

### **When and where to send your response**

This request is made under, and in accordance with, Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, no later than 3pm AEDT on 11 December 2017. If we do not have your response by then, ASX will have no choice but to consider suspending trading in RFG's securities under Listing Rule 17.3.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, RFG's obligation is to disclose the information "immediately". This may require the information to be disclosed before the deadline set out in the previous paragraph.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me by e-mail at [lisa.banh@asx.com.au](mailto:lisa.banh@asx.com.au). It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

### **Listing Rules 3.1 and 3.1A**

Listing Rule 3.1 requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. Exceptions to this requirement are set out in Listing Rule 3.1A.

In responding to this letter, you should have regard to RFG's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

It should be noted that RFG's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

### **Trading halt**

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is "yes" and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in RFG's securities under Listing Rule 17.1.

If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We may require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.



You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

*[Sent electronically without signature]*

Lisa Banh

Senior Listings Adviser

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