



Cleansing notice under Section 708AA(2)(f) of the Corporations Act 2001 (Cth)

10 May 2021 - Australian Rural Capital Limited (ASX: ARC) (**Company**) today announced a fully underwritten pro rata non-renounceable entitlement offer (**Entitlement Offer**) to raise up to approximately \$3.127 million before costs by the issue of approximately 14.89 million fully paid ordinary shares (**New Shares**).

Shareholders with a registered address in Australia or New Zealand on the Record Date of 5.00pm (AEST) on Thursday, 13 May 2021 (**Eligible Shareholders**) will be invited to participate in the Entitlement Offer. The Entitlement Offer opens on Tuesday, 18 May 2021 and closes at 5.00pm (AEST) on Friday, 28 May 2021.

Each Eligible Shareholder will be entitled to subscribe for 1 New Share for every 1 existing ARC share held by the Eligible Shareholder as at the Record Date (**Entitlement**) at an issue price of \$0.21.

Accordingly, the Company gives notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth) (**Corporations Act**) (as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84) that:

1. the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act;
2. this notice is given by the Company under section 708AA(2)(f) of the Corporations Act;
3. as at the date of this notice the Company has complied with:
 - a. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - b. section 674 of the Corporations Act; and
4. as at the date of this notice there is no information:
 - a. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - b. that investors and their professional advisers would reasonably require, and would reasonably expect to find in a disclosure document, for the purpose of making an informed assessment of:
 - i. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; and
 - ii. the rights and liabilities attaching to the New Shares.

Australian Rural Capital Limited

ABN 52 001 746 710

c/- Mertons Corporate Services, Level 7, 330 Collins Street, Melbourne VIC 3000

phone: +61 3 8689 9997

5. the potential effect of the issue of New Shares under the Entitlement Offer on control of the Company and the consequences of that effect will depend on a number of factors, including investor demand.

The potential effect of the Entitlement Offer on the control of the Company is as follows:

- if all Eligible Shareholders take up their Entitlements under the Entitlement Offer, then the Entitlement Offer will have no significant effect on the control of the Company;
- if some Eligible Shareholders do not take up all of their Entitlements under the Entitlement Offer, then the interests of those Eligible Shareholders will be diluted; and
- the proportional interests of ineligible foreign shareholders will be diluted because those ineligible foreign shareholders are not entitled to participate in the Entitlement Offer.

ENDS.

By order of the Board of Directors.

For Further Details contact:

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