Disclosure notice for unlisted disclosing entity

(to be lodged as soon as practicable after the disclosing entity becomes aware of the information)

Disclosing entity
Please complete A, B or C.

A a company
name Ravensdown Fertiliser Australia Limited
A.C.N. 137 397 712

B a body (other than a company)
name
A.R.B.N.

C a prescribed interest undertaking
name

ASIC prescribed interest number

Details of information
date that the disclosing entity became aware of the information 7/July/2016

full information (if insufficient space please use an annexure)

Refer to Annexure A

Declaration

☐ I verify that the attached document marked ( ) is the original document.
☒ I certify that the attached document marked (Annexure A) is a true copy of the original document.

Signature

This form is to be signed by:
a director or secretary of the equivalent
a director or secretary of the management company or trustee company acting in that capacity
name of management or trustee company
ACN or ARBN
name of person signing (print)

GREGORY SHANE CAMPBELL capacity DIRECTOR
date 07/10/2016

Small Business (less than 20 employees), please provide an estimate of the time taken to complete this form

Include
- The time actually spent reading the instructions, working on the question and obtaining the information
- The time spent by all employees in collecting and providing this information

hrs mins
DISCLOSURE NOTICE

RAVENSDOWN FERTILISER AUSTRALIA LIMITED SHAREHOLDERS APPROVE CAPITAL REDUCTION AND CANCELLATION OF REDEEMABLE PREFERENCE SHARES ("RPS")

FURTHER TO THE DISCLOSURE NOTICE OF RAVENSDOWN FERTILISER AUSTRALIA LIMITED ("COMPANY") DATED 30 MAY 2016, THE COMPANY ADVISES THAT ON 7 JULY 2016 THE COMPANY HELD:

- AN EXTRAORDINARY GENERAL MEETING; AND
- A MEETING OF RPS HOLDERS.

AT EACH OF THE MEETINGS, SHAREHOLDERS PASSED THE FOLLOWING RESOLUTION (IN THE CASE OF THE EXTRAORDINARY GENERAL MEETING, UNANIMOUSLY, AND IN THE CASE OF THE MEETING OF RPS HOLDERS BY SPECIAL RESOLUTION):

THAT THE SHARE CAPITAL OF THE COMPANY BE REDUCED:

FROM $8,835,967, DIVIDED INTO 1,100 FULLY PAID ORDINARY SHARES, 7,199,475 Q CLASS REDEEMABLE PREFERENCE SHARES (RPS) AND 636,392 R CLASS RPS,

TO $1,000,100, DIVIDED INTO 1,100 FULLY PAID ORDINARY SHARES,

BY CANCELLING THE 7,199,475 Q CLASS RPS AND 636,392 R CLASS RPS AND RETURNING TO HOLDERS OF Q CLASS RPS AND R CLASS RPS PAID-UP CAPITAL ON THE 7,199,475 Q CLASS RPS AND 636,392 R CLASS RPS TO THE EXTENT OF AU$0.447 PER RPS BY AN AGGREGATE PAYMENT IN CASH OF $3,500,000.

IN ACCORDANCE WITH THE TERMS OF THE EXPLANATORY MEMORANDUM SENT TO SHAREHOLDERS AND THE IMPLEMENTATION AGREEMENT BETWEEN THE COMPANY AND RAVENSDOWN LIMITED, THE COMPANY WILL LODGE A COPY OF THE RESOLUTION WITH ASIC, WITH THE REDUCTION AND CANCELLATION TO TAKE EFFECT 14 DAYS AFTER LODGEMENT.

SUBJECT TO RAVENSDOWN LIMITED PROCURING THAT RAVENSDOWN AUSTRALIAN HOLDINGS LIMITED SUBSCRIBES FOR THE NEW ORDINARY SHARES AND PAYS THE SUBSCRIPTION PRICE OF AU$3.5 MILLION, THE COMPANY WILL:

- ISSUE THE NEW ORDINARY SHARES IN THE COMPANY TO RAVENSDOWN AUSTRALIAN HOLDINGS LIMITED; AND
- PAY AU$0.447 TO RPS HOLDERS FOR EACH RPS HELD.
CONTACT

RICHARD CHRISTIE

GROUP MANAGER – DEVELOPMENT

PH: +64 3 353-4645

E-MAIL: RC@RAVENSDOWN.CO.NZ

THIS IS ANNEXURE A OF TWO PAGES REFERRED TO IN FORM 1003 ‘DISCLOSURE NOTICE FOR UNLISTED DISCLOSING ENTITY’.

Greg Campbell

Director