

ASX ANNOUNCEMENT

NOTICE UNDER SECTION 708AA(2)(f) OF THE CORPORATIONS ACT

10 SEPTEMBER 2020

ASX CODE: MPX

DIRECTORS

Mr Nicholas Zborowski
Executive Director

Mr Anthony Ho
Non-Executive Director

Mr Jack Spencer-Cotton
Non-Executive Director

CAPITAL STRUCTURE

Ordinary Shares: 99.6M
Options: 5.5M

ABN 13 142 375 522

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This notice is given by Mustera Property Group Limited ACN 142 375 522 (**Mustera** or **Company**) pursuant to section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as modified by the ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84).

On 10 September 2020, the Company announced that it launched a non-renounceable pro-rata rights issue of 16,604,185 fully paid ordinary shares (**New Shares**) in the Company at an issue price of \$0.25 per New Share, on the basis of one (1) New Share for every six (6) existing ordinary shares (**Shares**) held, to raise up to approximately \$4,151,046 (**Rights Offer**).

Shareholders with a registered address in Australia and New Zealand at 5:00 pm (AWST) on the Record Date of Wednesday, 16 September 2020 (**Eligible Shareholders**) will be eligible to participate in the Rights Offer.

In addition, the Company is offering Eligible Shareholders the New Shares which comprise the shortfall to the Rights Offer at the same issue price of \$0.25 per New Share (**Shortfall Offer**).

Further details regarding the Rights Offer and Shortfall Offer (**Offers**) are set out in the ASX announcement accompanying this notice and the Company's Offer Document dated 10 September 2020.

NOTICE UNDER SECTION 708AA(2)(f) OF THE CORPORATIONS ACT

The Company hereby notifies ASX under the Corporations Act that:

1. The Company will offer the New Shares under the Offers for issue without disclosure to investors under Part 6D.2 of the Corporations Act.
2. The Company is providing this notice under paragraph (2)(f) of section 708AA of the Corporations Act.
3. As at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company.
4. As at the date of this notice, the Company has complied with section 674 of the Corporations Act as they apply to the Company.

5. 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 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; or
 - ii. the rights and liabilities attaching to the New Shares.
6. The potential effect that the issue of the New Shares will have on the control of the Company is as follows:
- a. No existing options were exercised prior to the Record Date, hence the maximum number of New Shares which will be issued pursuant to the Rights Issue is 16,604,185. This equates to approximately 14.29% of all the issued Shares in the Company following completion of the Rights Offer.
 - b. If all shareholders as at the Record Date are Eligible Shareholders and take up their full entitlements, the Rights Offer will have no effect on the control of the Company.
 - c. If some shareholders do not participate in the Rights Offer (whether because they are ineligible shareholders or otherwise), their shareholding interest in the Company will be diluted. The interest of shareholders who only take up part of their entitlement will also be diluted but to a lesser extent.
 - d. In the event that there are shortfall New Shares, the Company will only issue the New Shares to an applicant where the Directors are satisfied, in their sole discretion, that the issue of New Shares will not result in a person's voting power increasing above 20%.

AUTHORISED BY THE BOARD OF DIRECTORS

Company Enquiries:

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