



## Announcement Summary

**Entity name**

REGAL INVESTMENT FUND

**Announcement Type**

New announcement

**Date of this announcement**

19/11/2024

**The Proposed issue is:**

An offer of securities under a securities purchase plan  
A placement or other type of issue

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

ASX +security code	+Security description	Maximum Number of +securities to be issued
RF1	ORDINARY UNITS FULLY PAID	55,890,610

**+Record date**

18/11/2024

**Offer closing date**

12/12/2024

**+Issue date**

18/12/2024

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
RF1	ORDINARY UNITS FULLY PAID	27,945,305

**Proposed +issue date**

28/11/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

REGAL INVESTMENT FUND

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ARSN

**Registration Number**

632283384

**1.3 ASX issuer code**

RF1

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

19/11/2024

**1.6 The Proposed issue is:**

An offer of +securities under a +securities purchase plan

A placement or other type of issue



Part 4 - Details of proposed offer under securities purchase plan

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Part 4A - Conditions

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**4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?**

No



Part 4B - Offer details

**+Class or classes of +securities that will participate in the proposed issue and +class or classes of +securities proposed to be issued**

**ASX +security code and description**

RF1 : ORDINARY UNITS FULLY PAID

**Will the proposed issue of this +security include an offer of attaching +securities?**

Yes

Details of +securities proposed to be issued

**ASX +security code and description**

RF1 : ORDINARY UNITS FULLY PAID

**Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted**

55,890,610

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

No

**Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?**

No

**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

Yes

**Is the minimum acceptance unit based or dollar based?**

Dollar based (\$)

**Please enter the minimum acceptance value**

\$ 2,500

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

Yes

**Is the maximum acceptance unit based or dollar based?**

Dollar based (\$)

**Please enter the maximum acceptance value**

\$ 30,000

**Describe all the applicable parcels available for this offer in number of securities or dollar value**

A\$2,500, A\$5,000, A\$10,000, A\$15,000, A\$20,000, A\$25,000 or A\$30,000



### Offer price details

Has the offer price been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 3.41000

### Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

In the event of a scale-back, each applicant will be treated equally and will be scaled-back pro-rata based on the number of units for which they have applied under the unit purchase plan (subject to any minimum dollar allocation determined by the responsible entity of RF1 at its absolute discretion)

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Attaching +Security

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The proposed attaching security can only be of an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)

Part 4C - Timetable

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#### 4C.1 Date of announcement of +security purchase plan

19/11/2024

#### 4C.2 +Record date

18/11/2024

#### 4C.3 Date on which offer documents will be made available to investors

25/11/2024

#### 4C.4 Offer open date

25/11/2024

#### 4C.5 Offer closing date

12/12/2024

#### 4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer

18/12/2024



Part 4D - Listing Rule requirements

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**4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?**

Yes

Part 4E - Fees and expenses

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**4E.1 Will there be a lead manager or broker to the proposed offer?**

No

**4E.2 Is the proposed offer to be underwritten?**

No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Costs of the unit purchase plan to be borne by Investment Manager of RF1, Regal Funds Management Pty Limited

Part 4F - Further Information

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**4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

Funds raised from the unit purchase plan will be allocated across RF1's existing alternative investment strategies, including long/short equities, private markets, real and natural assets, credit and resources royalties.

**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer**

All countries other than Australia and New Zealand

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

<https://www.regal-fund.com/regal-investment-fund-ASX-RF1>

**4F.4 Any other information the entity wishes to provide about the proposed offer**

N/A



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

No

Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

Yes

Details of +securities proposed to be issued

**ASX +security code and description**

RF1 : ORDINARY UNITS FULLY PAID

**Number of +securities proposed to be issued**

27,945,305

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 3.41000

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

Attaching +Security

**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**



Part 7C - Timetable

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**7C.1 Proposed +issue date**

28/11/2024

Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Up to 27,945,305 fully paid ordinary units

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

Yes

**7E.1a Who is the lead manager/broker?**

E&P Capital Pty Limited, Commonwealth Securities Limited, Bell Potter Securities Limited, Morgans Financial Limited, Shaw and Partners Limited, Taylor Collison Limited and Ord Minnett Limited.

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

All: a wholesale selling fee of 1.25% of the amount raised from wholesale investors

All: a management fee of 1% of the amount raised from its institutional investors, subject to a \$10m hurdle (or such lower amount in the discretion of the investment manager)

E&P Capital Pty Limited only: an arranger fee of equal to 0.15% of the gross proceeds raised under the placement

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Costs of the placement to be borne by Investment Manager of RF1, Regal Funds Management Pty Limited





Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Funds raised from the placement will be allocated across RF1's existing alternative investment strategies, including long/short equities, private markets, real and natural assets, credit and resources royalties

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Please refer to RF1's ASX Announcement and investor presentation released to ASX on Tuesday, 19 November 2024

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)