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OF POTENTIAL

28 August 2024

RENOUNCEABLE RIGHTS ISSUE TO RAISE UP TO \$3.18 MILLION

- **One for one Renounceable Rights Issue to raise up to \$3.18 million**
- **Partially underwritten to \$1.5 million**
- **Attractively priced at 0.4 cents per share**
- **Discount of 20% to the 30-day VWAP**
- **With every two New Shares, shareholders receive one free attaching New Option**
- **New Options will have Exercise Price of 1 cent, term of two years and will be listed**
- **Shareholders can trade their rights and apply for additional shares and options**
- **Rights to start trading from 30 August 2024**
- **All directors intend to participate**
- **Director sub-underwriting additional \$200,000 from the shortfall**
- **Funds to be used to expand RLG sales platforms and products and add new markets**

e-Commerce company RooLife Group Ltd (ASX:RLG) (“RLG” or “Company”) is pleased to announce that it is undertaking a one for one renounceable rights issue (“Rights Issue”) at 0.4 cents per share to raise up to approximately \$3.18 million (before costs). For every two new shares subscribed, eligible shareholders will receive one free attaching new option with an exercise price of 1 cent and expiring on 26 September 2026. The Company will apply for the quotation of the new options on the ASX.

The rights issue price represents a discount of 20% to the Company’s 30-day VWAP of \$0.005.

The Rights Issue is open to all eligible shareholders who have a registered address within Australia, New Zealand, Hong Kong and Singapore and who hold Shares on the Record Date. The Rights Issue will close on 19 September 2024 (unless extended), and eligible shareholders can apply for shortfall in excess of their entitlement. Shareholders can also trade their rights from 30 August 2024.

Funds raised will be used to enable the Company to:

- Continue expansion and reach of its sales platform in both existing and new markets and drive increased profit margin with the marketing and sales of higher-margin, high-demand products, including the Company’s own food and health brand VORA;
- Repay the outstanding convertible note.

The company has received a commitment from the convertible note holder to invest up to \$1 million under the rights issue.

All directors intend to participate in the Rights Issue and in addition to that are also sub-underwriting \$200,000 from the shortfall. Key management personnel are also participating.



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The Rights Issue is partially underwritten to \$1.5 million by Lead Manager and Underwriter Mahe Capital Pty Ltd (ACN 634 087 684) (AFSL 517246).

All New Shares issued will rank equally with existing shares on issue and the Company will apply for quotation of the New Shares and Options. A prospectus in relation to the Rights Issue is lodged with ASIC on 28 August 2024 and, together with a personalised entitlement acceptance form, will be sent to eligible shareholders shortly after the Record Date.

Eligible shareholders should consider the prospectus in deciding whether to acquire securities under the Rights Issue and will need to follow the instructions on the entitlement and acceptance form that will accompany the prospectus. The following are indicative dates in respect of the capital raising:

Event	Date
Announce Offer and lodgement of Appendix 3B with ASX	Wednesday, 28 August 2024
Lodgement of the Prospectus with ASIC and ASX	Wednesday, 28 August 2024
Ex-Date for Offer	Friday, 30 August 2024
Rights trading commences	Friday, 30 August 2024
Record Date	Monday, 2 September 2024
Prospectus despatched to Shareholders/Opening Date	Thursday, 5 September 2024
Rights trading ends	Thursday, 12 September 2024
Deferred settlement trading commences (if agreed by ASX)	Friday, 13 September 2024
Closing date (3:00pm)	Thursday, 19 September 2024
Announce results of issue	Tuesday, 24 September 2024
Issue date – Deferred settlement trading ends	Thursday, 26 September 2024
Commencement of trading of New Shares and New Options	Friday, 27 September 2024

These dates are indicative only and may change, subject to the Corporations Act and Listing Rules.

RLG Chairman, Mr Grant Pesetll said: *“This fundraising is a major step in the value creation journey for the Company and we look forward to continued shareholder support as we advance to the next level and deliver value for shareholders. I am particularly pleased with the participation by directors and underwriters, which is indicative of the confidence in our plans for the business.*

Having proven our RLG platforms, which have delivered \$36 million of product sales, the proceeds from this Offer will be applied to continuing to optimise our sales conversion methods, expansion of our sales platforms and broadening our geographic reach as we work with our sales channels to target the supply and sale of higher-margin and identified, high demand products.

Our recently announced sales channel partnerships are already making profitable contributions to the business and we look forward to continued growth in these channels.”

Issued by: RooLife Group Ltd

Authorised by: The Board of RooLife Group Ltd

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RLG China Channel Network



Social/E-commerce



Online & Offline B2B



E-commerce Platforms



High End Retail Grocery



High End Retail Trade



Government Organizations/Events/Seminars/Training

Specialty Retail (Gyms/Clubs/Hotels)



ENDS