

17 June 2016

Dear Shareholder

## Notice to Eligible Shareholders of Non-Renounceable Entitlements Offer

We write to you as the registered holder of shares in RBR Group Limited (ASX: RBR) (**RBR** or the **Company**) as at today's date.

As advised in the Company's ASX announcement dated 15 June 2016, the Company is undertaking a non-renounceable pro rata entitlement offer to eligible shareholders of ordinary fully paid shares in the Company at an issue price of \$0.009 per share and on the basis of 1 new share (**New Share**) for every 3 shares held on 21 June 2016 (**Record Date**) (**Entitlements Offer**). Pursuant to the Entitlements Offer, the Company will issue up to 106,005,346 New Shares to raise approximately \$954,000 before costs (assuming no unquoted options are exercised prior to the Record Date).

The Entitlements Offer is available to all RBR shareholders (**Shareholders**) registered on the Record Date whose registered address is in Australia or New Zealand (**Eligible Shareholders**). The Entitlements Offer is not being extended to any Shareholders with addresses outside these jurisdictions.

### 1. Purpose of the Offer

The Company proposes to use the funds raised under the Offer to:

- (a) meet the costs of the Entitlements Offer;
- (b) assist in the development and growth of the training business in Australia and other markets;
- (c) assist in the support and expansion of the Mozambique operations, in addition to evaluating mining opportunities in Mozambique;
- (d) repay working capital loans from Directors and Shareholders; and
- (e) provide working capital to fund the Company's operations.

### 2. Indicative Timetable

The New Shares will be offered in accordance with the following indicative timetable:

Event	Date
Lodge Appendix 3B and Prospectus with ASX	15 June 2016
Notice of Entitlements Offer sent to Option holders	15 June 2016
Notice of Entitlements Offer sent to Shareholders	17 June 2016
Shares quoted on an "Ex" basis	20 June 2016
Record Date for determining Entitlements	21 June 2016
Prospectus and Entitlement and Acceptance Form despatched to Eligible Shareholders	24 June 2016
Last day to extend the Entitlements Offer Closing Date	7 July 2016



Event	Date
Closing Date of the Entitlements Offer (5pm WST)	12 July 2016
Shares quoted on a deferred settlement basis	13 July 2016
Notification of under-subscriptions (Shortfall) to ASX	15 July 2016
Anticipated date for issue of the Shares Deferred settlement trading ends	19 July 2016
Anticipated date for commencement of Shares trading on a normal settlement basis	20 July 2016

All dates are indicative only and subject to change without prior written notice. Any extension of the Closing Date will have a consequential effect on the date of issue of the New Shares.

### 3. Shortfall

The Company reserves the right, subject to any restrictions imposed by the Corporations Act and the Listing Rules, to issue the shortfall shares at their sole discretion. The Company may allocate any surplus shortfall to those who have applied for shortfall shares.

### 4. Capital Structure of the Company

The Company currently has on issue 318,016,038 ordinary fully paid shares, 60,000,000 unquoted performance shares, 15,000,000 unquoted performance rights and 11,000,000 unquoted options exercisable at \$0.02 each on or before 30 July 2017. On the basis that no unquoted options are exercised prior to the Record Date, the Entitlements Offer is for a maximum of 106,005,346 New Shares.

### 5. Director Participation

The Directors have indicated that they intend to participate in all or part of their entitlement under the Entitlements Offer.

### 6. Prospectus

Details of the Entitlements Offer are contained in the Prospectus. The Prospectus can be accessed from the Company's ASX platform at the ASX website, [www.asx.com.au](http://www.asx.com.au). A copy of the Prospectus and Entitlement and Acceptance Form is intended to be sent to Eligible Shareholders on 24 June 2016.

The Directors of RBR urge you to read the Prospectus carefully and seek advice from your financial adviser if you have any queries. This notice is to inform you of the Entitlements Offer. You are not required to do anything in respect to this letter.

If you require clarification on any of the above matters, please contact the share registry on (08) 9315 2333 or the undersigned on (08) 9214 7500.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Ian Macpherson'.

**Ian Macpherson**  
Executive Chairman

17 June 2016

Dear Shareholder

**Notice to Ineligible Shareholders of Non-Renounceable Entitlements Offer**

We write to you as the registered holder of RBR Group Limited (ASX: RBR) (**RBR** or the **Company**) shares whose registered address is outside of Australia and New Zealand as of today's date.

As advised in the Company's ASX announcement dated 15 June 2016, and as detailed by the Company in its prospectus dated 15 June 2016, the Company is undertaking a non-renounceable pro rata entitlement offer to eligible shareholders of ordinary fully paid shares in the Company at an issue price of A\$0.009 per share and on the basis of 1 new share for every 3 shares held at 5.00pm (WST) on the record date of 21 June 2016 (**Record Date**) (**Offer**).

The Offer is available to all Company shareholders registered as shareholders as at 5.00pm (WST) on the Record Date whose registered address is in Australia or New Zealand (**Eligible Shareholders**).

The Offer is not being extended to Company shareholders whose registered address is outside Australia or New Zealand (**Ineligible Shareholders**). The Company has determined that it would be unreasonable on this occasion to extend the Offer to you as an Ineligible Shareholder having regard to:

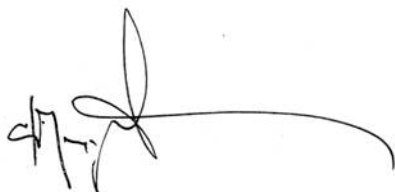
1. the number of shareholders in your jurisdiction;
2. the number and value of shares the shareholders in your jurisdiction would be offered; and
3. the cost of complying with the legal requirements and the requirements of the regulatory authorities in your jurisdiction.

This letter is to inform you that you are not an Eligible Shareholder for the purposes of the Offer and consequently you will not be able to subscribe for shares under the Offer. This letter is not an offer to grant shares to you, nor an invitation to apply for shares. You are not required to do anything in respect of this letter.

For your information only, details of the Offer are contained in the prospectus dated 15 June 2016 which is available on the Company's ASX platform at [www.asx.com.au](http://www.asx.com.au).

If you require clarification on any of the above matters, please contact the share registry on (08) 9315 2333 or the undersigned on (08) 9214 7500.

Yours faithfully



**Ian Macpherson**  
Executive Chairman