



Oliver's Real Food Ltd  
ABN 33 166 495 441

PO Box 3678  
TUGGERAH NSW  
(02) 4353 8055

**27 April 2021**  
**ASX Announcement**

## **Oliver's Real Food Limited (ASX:OLI) ("Company") VALIDATING ORDERS OBTAINED FROM THE FEDERAL COURT**

The Company refers to its previous announcement made on 13 April 2021 regarding the current suspension of OLI shares. That announcement refers to correspondence with ASX received on 6 April 2021 in response to which the directors resolved that the Company should promptly commence proceedings in the Federal Court of Australia for orders validating all on-sales of the shares referred to in the announcement.

The Federal Court Proceedings were commenced on 20 April 2021 and the hearing took place at 9:15 am (AWST) on 27 April 2021.

The Federal Court made orders declaring that any offers for sale or sale of any of the subject shares were not invalid by reason of the failure to issue a cleansing notice or cleansing prospectus when those shares were issued. These orders mean that any such offers for sale or sales would not be caught by the secondary trading provisions of the *Corporations Act 2001* (Cth).

The Federal Court also made orders declaring that any parties who traded in the subject shares are relieved from civil liability, save for present and past directors and officers, the former director who was issued with (and on-sold) the shares, that former director's nominee company and the present and past directors and officers of that nominee company.

The Federal Court orders also require the Company to take certain other steps, including the publication of the orders on the ASX markets announcement platform. Accordingly, a copy of the orders is included in this announcement.

---END---

This ASX release has been authorised by the Board of Directors.

**For further information please contact:**

**Kim Wood, Chairman**

[kim.wood@oliversrealfood.com.au](mailto:kim.wood@oliversrealfood.com.au)

+ 61 (0) 401 117 997

+ 61 (0) 2 4353 8055

### **About Oliver's Real Food Limited (ASX:OLI)**

Oliver's Real Food Limited (**Oliver's**) listed on the ASX on 21 June 2017. Over its 15-year operating history, Oliver's has established a significant market position providing a health fast food alternative for travellers on Australia's major arterial highways. Oliver's Real Food is the world's first "certified organic fast-food chain" and provides its customers with premium quality, "real" food that is fresh, natural, & free from additive and preservatives. Oliver's is a conscious business that understands, and is committed to, the interdependency of "all stakeholders" including our customers, investors, team members, suppliers, the environment, and the communities in which we operate.

**[www.oliversrealfood.com.au](http://www.oliversrealfood.com.au)**



Federal Court of Australia

District Registry: Western Australia

Division: General

No: WAD86/2021

**IN THE MATTER OF OLIVER'S REAL FOOD LTD (ACN 166 495 441)**

**OLIVER'S REAL FOOD LTD**

Plaintiff

**ORDER**

**JUDGE:** JUSTICE COLVIN

**DATE OF ORDER:** 27 April 2021

**WHERE MADE:** Perth

**THE COURT ORDERS THAT:**

1. Pursuant to s 1322(4)(a) of the *Corporations Act 2001* (Cth) it is declared that any offer for sale or sale of any of the quoted securities being 5,000,000 ordinary shares in the plaintiff issued to Niche Group Pty Ltd upon the exercise of options held by Nicholas Dower (**Shares**) that was made during the period from the date of their issue on 11 March 2020 until 19 March 2021 is not invalid by reason of:
  - (a) the seller's failure to issue a notice under s 708A of the *Corporations Act* or a prospectus under s 708A(11) of the *Corporations Act* as the case may be before selling the shares; and
  - (b) any consequent failure to comply with s 707(3) and s 727(1) of the *Corporations Act*.
2. Subject to order 3, pursuant to s 1322(4)(c) of the *Corporations Act* any sellers of any of the Shares are relieved from any civil liability arising out of any contravention of s 707(3) and s 727(1) of the *Corporations Act*.
3. The declaration in order 2 shall not apply to:
  - (a) Nicholas Dower;
  - (b) Niche Group Pty Ltd;
  - (c) present and past directors and officers of Niche Group Pty Ltd; or



- (d) present and past directors and officers of the plaintiff.
4. As soon as reasonably practicable:
    - (a) a sealed copy of these orders is to be served on the Australian Securities and Investments Commission and on ASX Limited;
    - (b) a copy of these orders is to be sent to the last known email address of each person who is known to the plaintiff to have offered for sale or sold any of the securities referred to in the declaration in order 1 during the period referred to in that declaration;
    - (c) prior to the reinstatement of the class of securities 'OLI' on the ASX, the plaintiff is to publish an announcement on the ASX markets announcement platform in which a copy of these orders is included; and
    - (d) the plaintiff shall publish a copy of these orders on its website for a period of at least 28 days.
  5. For a period of 28 days from the publication of these orders on the ASX markets announcement platform, any person who claims to have suffered substantial injustice or is likely to suffer substantial injustice by the making of any or all of these orders has liberty to apply to vary or to discharge these orders.
  6. There be no order as to costs.

Date that entry is stamped: 27 April 2021

  
Registrar