

3 December 2020
ASX Announcement

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ASX – OLI
DIRECTOR MATTERS

Oliver's Real Food Limited (the **Company**) advises the shareholders that it has become aware of issues concerning the appointment of two of its directors, Ms Amanda Gunn and Mr Steve Metter (the **Relevant Directors**) which have arisen as a result of administrative errors.

By way of background, the Relevant Directors were appointed to the board of the Company to fill vacancies on 29 February 2019 and 11 March 2019 respectively. Pursuant to the terms of the constitution of the Company, the Relevant Directors were required to retire and offer themselves for re-election at the 2019 AGM. This matter was unfortunately overlooked by the Company at the time and the Relevant Directors were not put forward for re-election.

Accordingly, the continuance to hold office by the Relevant Directors subsequent to the 2019 AGM was technically defective. On having become aware of this issue recently in preparation for the 2020 AGM, the board duly re-appointed the Relevant Directors on 3 December 2020 and will put forward the Relevant Directors for re-election at the 2020 AGM.

After having taken legal advice, the Company is not concerned that actions of the board during the period following the 2019 AGM are invalidated in any way as a result of the Relevant Directors' participation at board level given clause 119.1 of the Company's constitution relevantly has the effect of validating the actions of directors in situations where:

- (1) there was a defect in the appointment or continuance in office of a person as a director or of the person so acting; or
- (2) a person acting as a director was disqualified or was not entitled to vote,

Notwithstanding the above, the board considers it is prudent to advise shareholders. If shareholders have any concerns on the above or wish to discuss this with OLI, please contact the Chairman, Mr Jason Gunn.

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

For further information please contact:

Jason Gunn

Chairman

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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