



NEW ZEALAND'S EXCHANGE  
TE PAEHOKO O AOTEAROA

# Corporate Action Notice

(Other than for a Distribution)

Section 1: Issuer information (mandatory)			
Name of issuer	RTO Limited		
Class of Financial Product	Ordinary Shares		
NZX ticker code	RTO		
ISIN (If unknown, check on NZX website)	NZNZFE0001S4		
Name of Registry	MUFG Pension & Market Services		
Type of corporate action (Please mark with an X in the relevant box/es)	Share Purchase Plan/retail offer		Renounceable Rights issue or Accelerated Offer
	Capital reconstruction		Non-Renounceable Rights issue or Accelerated Offer
	Call		Bonus issue
	Placement	X	
Record date	23 August 2024		
Ex Date (one business day before the Record Date)	22 August 2024		
Currency	NZ\$		
External approvals required before offer can proceed on an unconditional basis?	No		
Details of approvals required	Not applicable		
Section 7: Placement (delete full section if not applicable, or mark rows as N/A if not applicable)*			
Number of Equity Securities to be issued	62,500,000		
Issue price per Equity Security	\$0.004		
Maximum dollar amount of Equity Securities to be issued	Not applicable		
Proposed issue date	26 August 2024		
Existing holders eligible to participate	No (bespoke arrangement to capitalise debt)		
Related Parties eligible to participate	No		
Basis upon which participation by existing Equity Security holders will be determined	Participation is by RTO's major shareholder, Blackwell Global Group Limited to capitalise \$250,000 secured bonds on terms favourable to RTO.		

Purpose(s) for which the Issuer is issuing the Equity Securities	Blackwell Global Group Limited holds Secured Bonds issued by RTO and is capitalising \$250,000 of that indebtedness into 62,500,000 new ordinary fully paid shares.
Reason for placement rather than a pro-rata rights issue or an offer under a Share Purchase Plan in which the Issuer's existing Equity Security holders would have been eligible to participate	Blackwell Global Group Limited has agreed to subscribe for the shares pursuant to the "creep" provisions of the Takeovers Code (which permits a shareholder who holds more than 50% of the shares on issue, to increase their shareholding by not more than 5% in any 12 month period) and under NZX Listing Rule 4.5 (15% placement rule).
Equity Securities to be issued subject to voluntary escrow	Not applicable A
Number and class of Equity Securities to be issued that will be subject to voluntary escrow and the date from which they will cease to be escrowed	Not applicable
<b>Section 8: Lead Manager and Underwriter (mandatory)</b>	
Lead Manager(s) appointed	No
Name of Lead Manager(s)	Not applicable
Fees, commission or other consideration payable to Lead Manager(s) for acting as lead manager(s)	Not applicable
Underwritten	No
Name of Underwriter(s)	Not applicable
Extent of underwriting (i.e. amount or proportion of the offer that is underwritten)	Not applicable
Fees, commission or other consideration payable to Underwriter(s) for acting as underwriter(s)	Not applicable
Summary of significant events that could lead to the underwriting being terminated	Not applicable
<b>Section 9: Authority for this announcement (mandatory)</b>	
Name of person authorised to make this announcement	Sean Joyce
Contact person for this announcement	Sean Joyce
Contact phone number	021 865 704
Contact email address	sean@corporate-counsel.co.nz
Date of release through MAP	26 August 2024