



11 October 2018

COMPANY ANNOUNCEMENT

Registration of Scheme Booklet with ASIC and Court Approval of Scheme Meeting for 15 November 2018

Capilano Honey Limited (ASX:CZZ) (**Capilano**) is pleased to announce that the Federal Court of Australia, New South Wales Registry, has approved the convening of a meeting of the Capilano shareholders to consider a vote on the scheme of arrangement (**Scheme**) for the proposed acquisition of Capilano by Bravo BidCo Pty Limited (**BidCo**), an entity owned by Bravo HoldCo Pty Limited (**HoldCo**), which is indirectly owned by Wattle Hill RHC Fund 1 and ROC Capital Pty Limited (the **Consortium**), together with its affiliates and funds managed by it, its affiliates or its co-investors.

The Scheme Meeting will take place at 11.00am (Brisbane time) on Thursday, 15 November 2018 (**Scheme Meeting Date**) at the Spring Lake Hotel & Function Centre, 1 Springfield Lakes Boulevard, Springfield Lakes, Queensland.

Information relating to the Scheme, including the notice convening the Scheme Meeting and an Independent Expert's Report, will be included in the Scheme Booklet. The Scheme Booklet has been registered by the Australian Securities and Investments Commission (**ASIC**) on 11 October 2018 and is attached to this announcement. The Scheme Booklet will be posted to the Capilano website on 11 October 2018. Copies of the Scheme Booklet and proxy form will be dispatched to Capilano shareholders in due course. Shareholders who have previously nominated an electronic means of notification to Capilano's share registry will receive an email where they can download the Scheme Booklet and lodge their proxy online.

The Scheme Booklet also annexes updated versions of the Scheme Implementation Agreement (with amendments made on 11 October 2018 to the fiduciary carve-out as described in Section 13.1 of the Scheme Booklet), the Scheme of Arrangement, HoldCo's Constitution and the Shareholders' Deed reflecting minor amendments.

Key dates

Key dates for implementing the Scheme are set out in the Scheme Booklet and are as follows:

Event	Time and date
Election Time Latest time and date for Eligible Capilano Shareholders to submit their election for Scrip Consideration and, if eligible, to apply for HoldCo Shares under the HoldCo Share Offer (subject to the Scaleback Arrangements)	Monday, 5 November 2018 at 5.00pm (Sydney time) or 4.00pm (Brisbane time)
Capilano announces indicative Scaleback based on the Elections lodged by the Election Date This announcement will also confirm, on an indicative basis, whether a custodian will be required to hold HoldCo Shares on Implementation	Tuesday, 6 November 2018
Latest time and date for receipt of Proxy Forms (including proxies lodged online) or powers of attorney by the Capilano Share Registry for the Scheme Meeting	Tuesday, 13 November 2018 at 11.00am (Brisbane time)
Time and date for determining eligibility to vote at the Scheme Meeting	Tuesday, 13 November 2018 at 7.00pm (Sydney time) or 6.00pm (Brisbane time)
Scheme Meeting	Thursday, 15 November 2018, 11.00am (Brisbane time)
Suspension of Trading Date <i>Assuming the Scheme is approved by Capilano Shareholders at the Scheme Meeting, this will be the last day for trading in Capilano Shares (Capilano Shares will be suspended from trading on ASX from close of trading on this date)</i>	Thursday, 15 November 2018

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If the Scheme is approved by the Requisite Majorities of Capilano Shareholders at the Scheme Meeting:

Event	Time and date
Second Court Date	Thursday, 22 November 2018
Effective Date	Friday, 23 November 2018
Scheme Record Date (for determining entitlements to Scheme Consideration)	Wednesday, 28 November 2018 at 5.00pm (Sydney time) or 4.00pm (Brisbane time)
Expected ASX announcement of final Election results, including final scaleback if applicable This announcement will also confirm whether a custodian will be required to hold HoldCo Shares on Implementation	Thursday, 29 November 2018
Implementation Date (Scheme Shareholders will receive the Scheme Consideration on the Implementation Date)	Wednesday, 5 December 2018

Note: Assuming the Scheme is approved by Capilano Shareholders at the Scheme Meeting, the last day for trading in Capilano Shares is earlier than usual and will occur from close of trading on the Scheme Meeting Date.

For further information, please contact Capilano Shareholder Information Line on 1300 795 998 (within Australia) or +61 1300 795 998 (outside Australia).

For more information contact:

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